

ULTIMATE SPIDER-MAN®

ISSUE
54

HOLLYWOOD: PART 1

HOLLYWOOD

Isa Novae

**BENDIS
BAGLEY
THIBERT**

MARVEL®



Peter Parker



Mary Jane Watson



Aunt May



Flash Thompson



Gwen Stacy



Hong

S t a n L e e p r e s e n t s :

ULTIMATE SPIDER-MAN

PREVIOUSLY IN ULTIMATE SPIDER-MAN

The bite of a genetically altered spider granted high school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero lives with his widowed Aunt May and tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, a friendship with Gwen Stacy--the girl living at his house since her father's death--and swing time as the misunderstood, web-slinging Spider-Man.



HOLLYWOOD: PART ONE

Brian Michael

B E N D I S

S T O R Y



Mark

B A G L E Y

P E N C I L S



ART

T H I B E R T

I N K S

J. D.
S M I T H
C O L O R S



C h r i s
E L I O P O U L O S
L E T T E R S



N i c k
L O W E
A S S I S T A N T E D I T O R

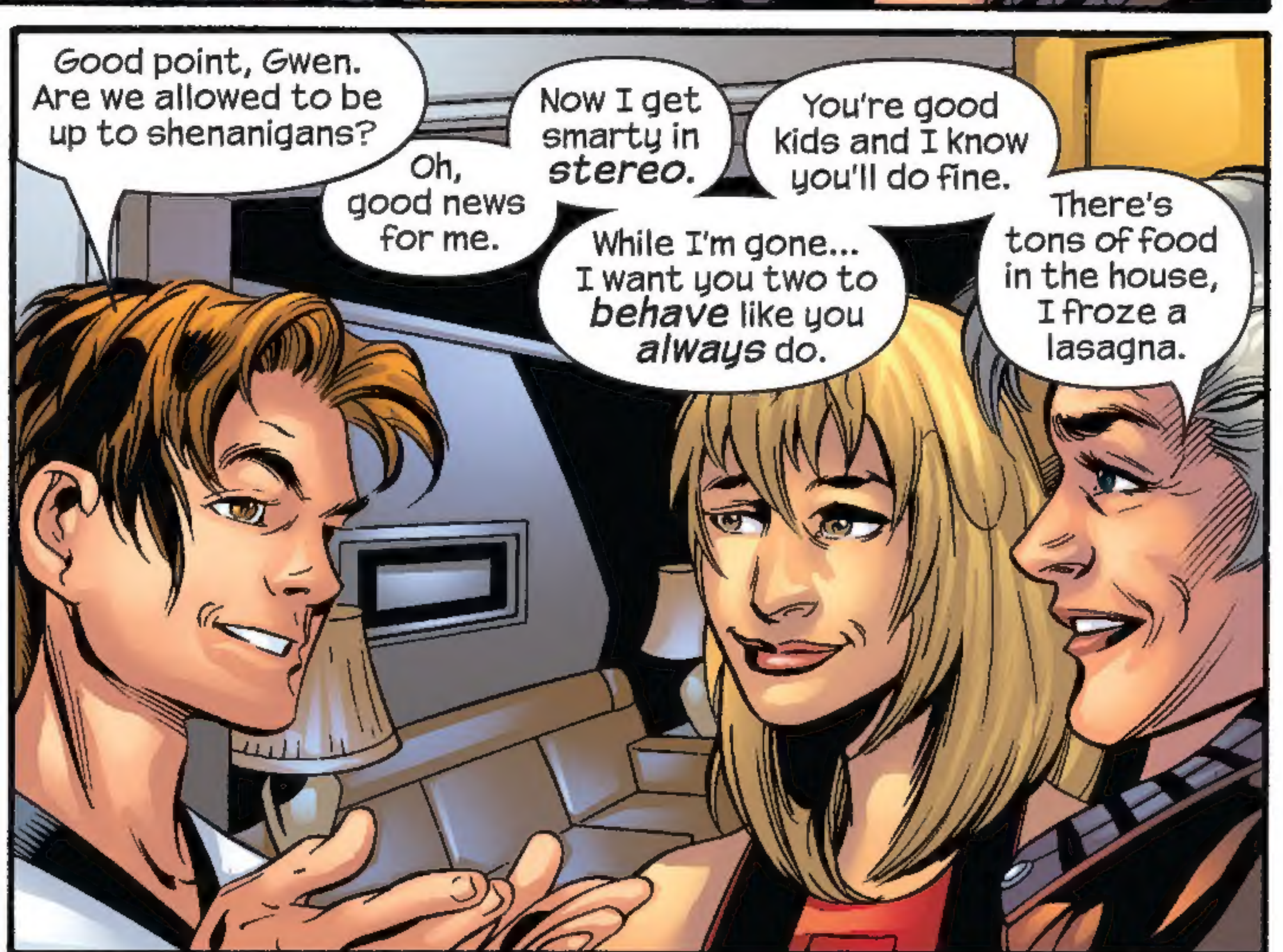
R a l p h
M A C C H I O
E D I T O R

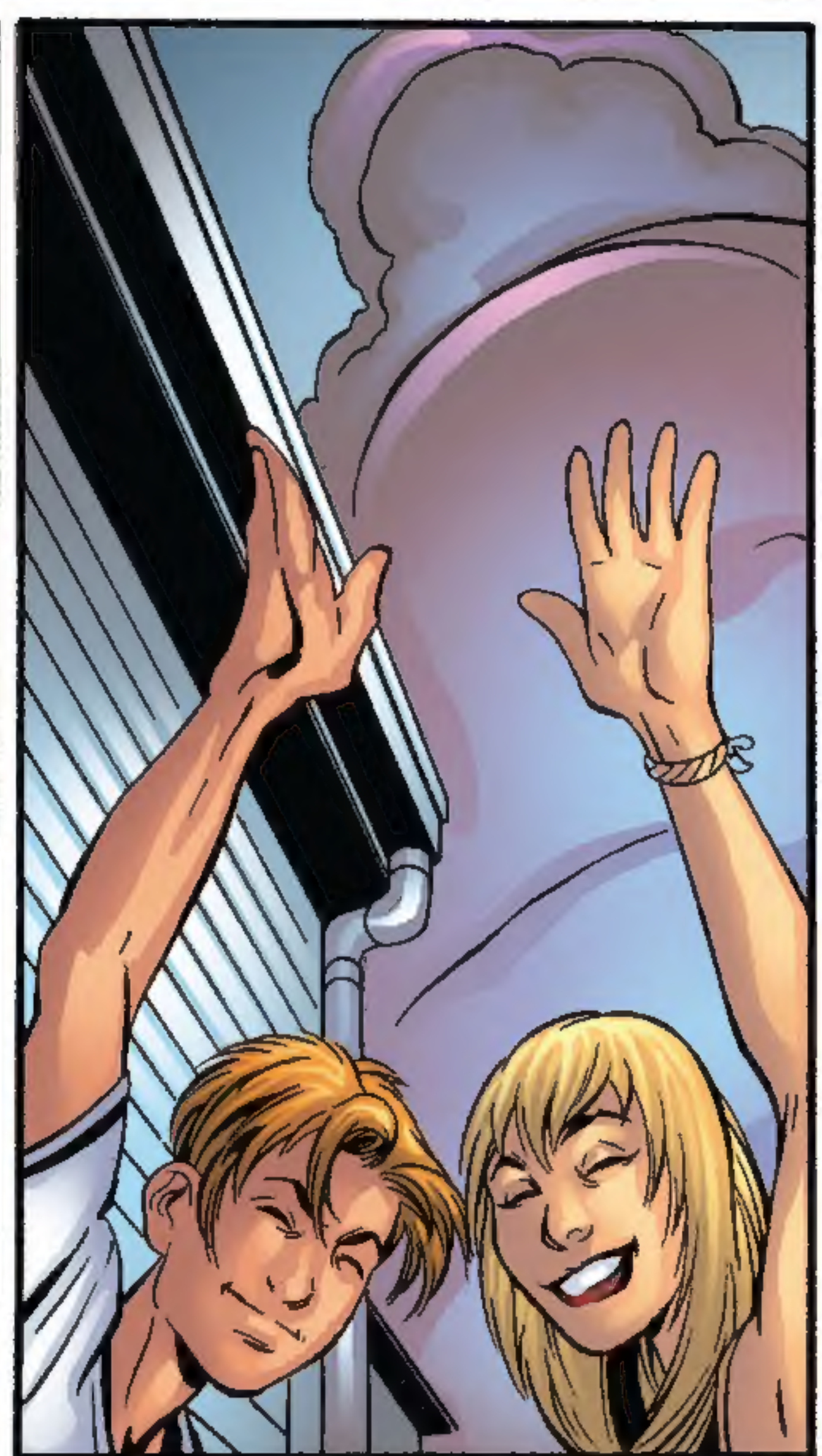
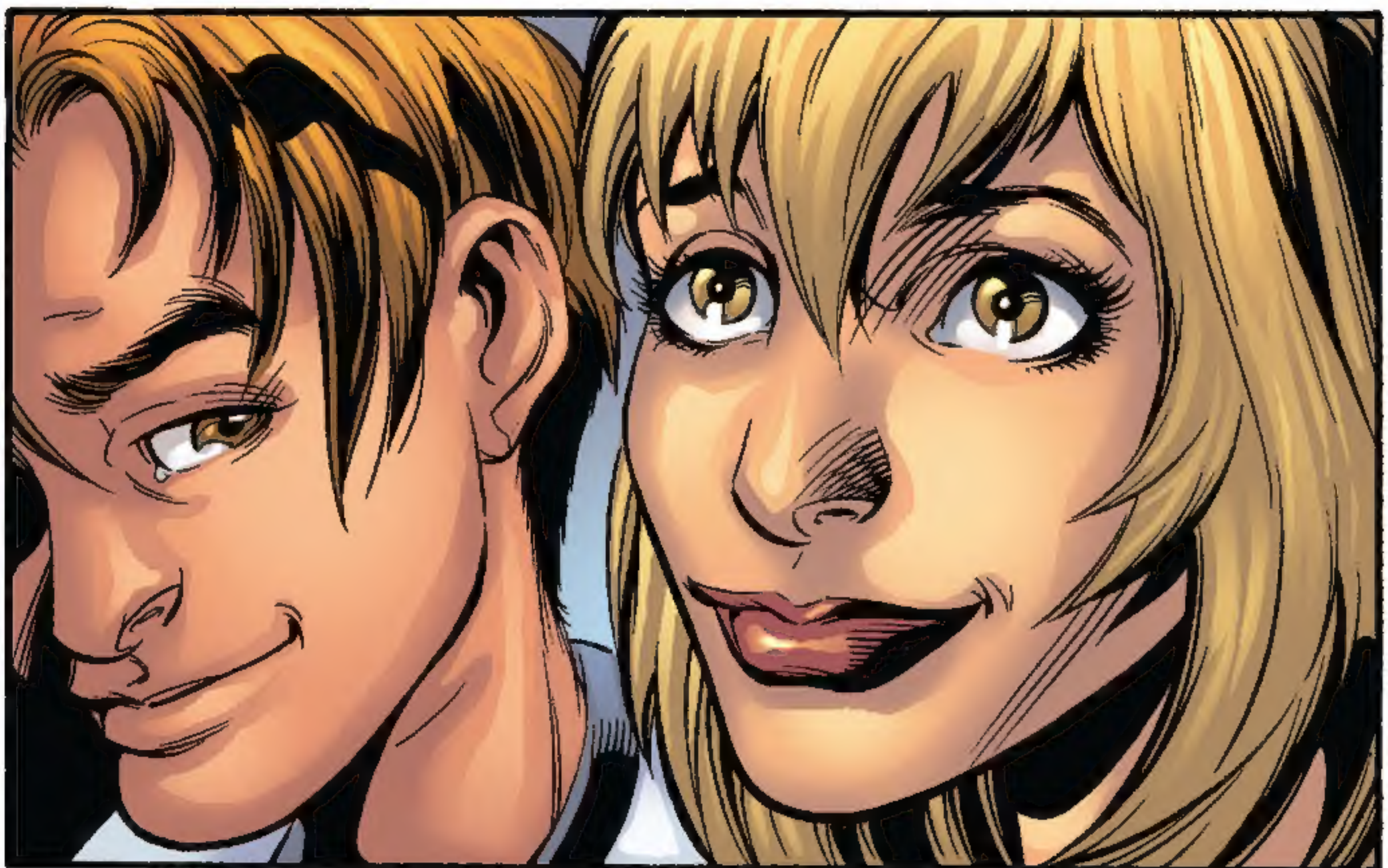
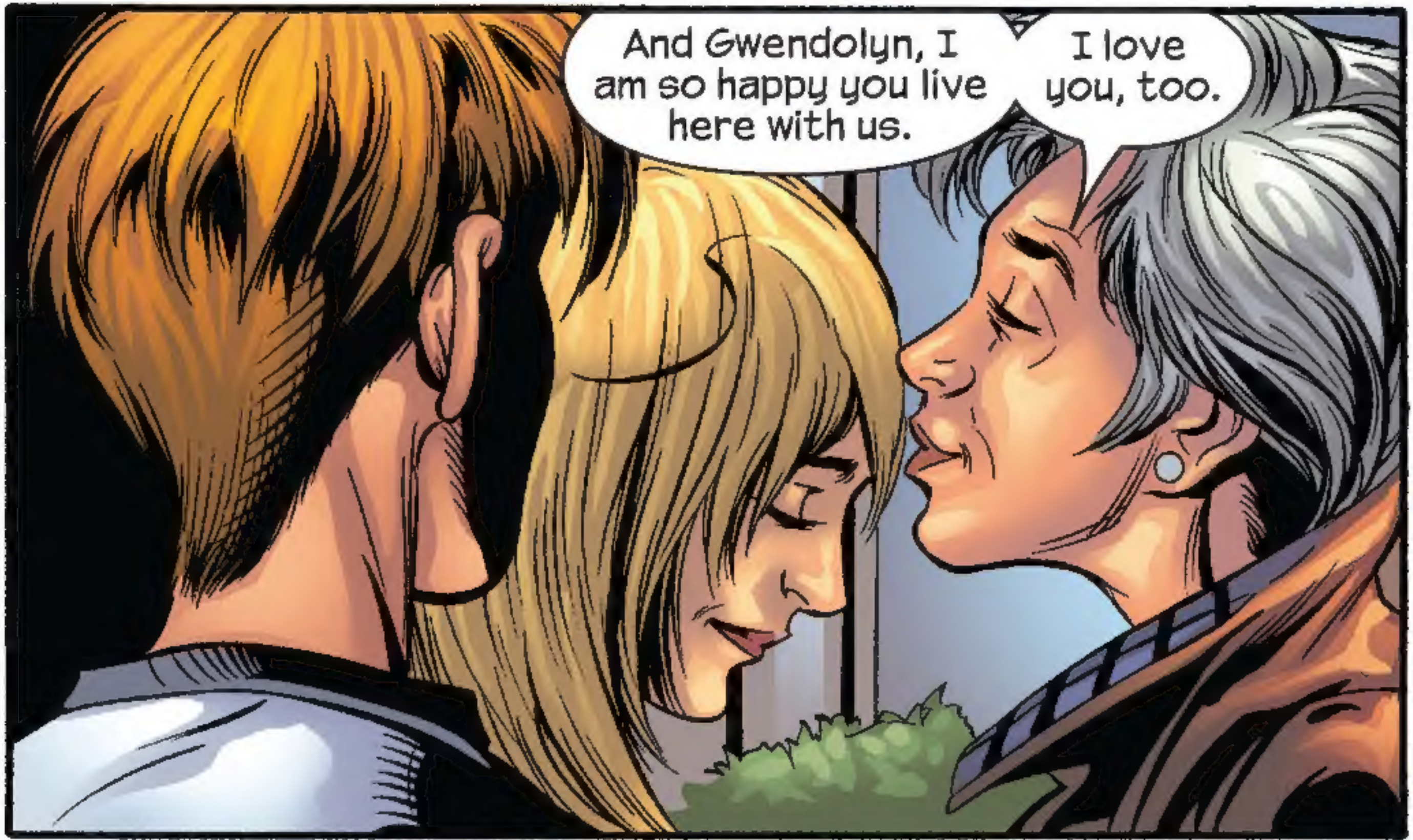
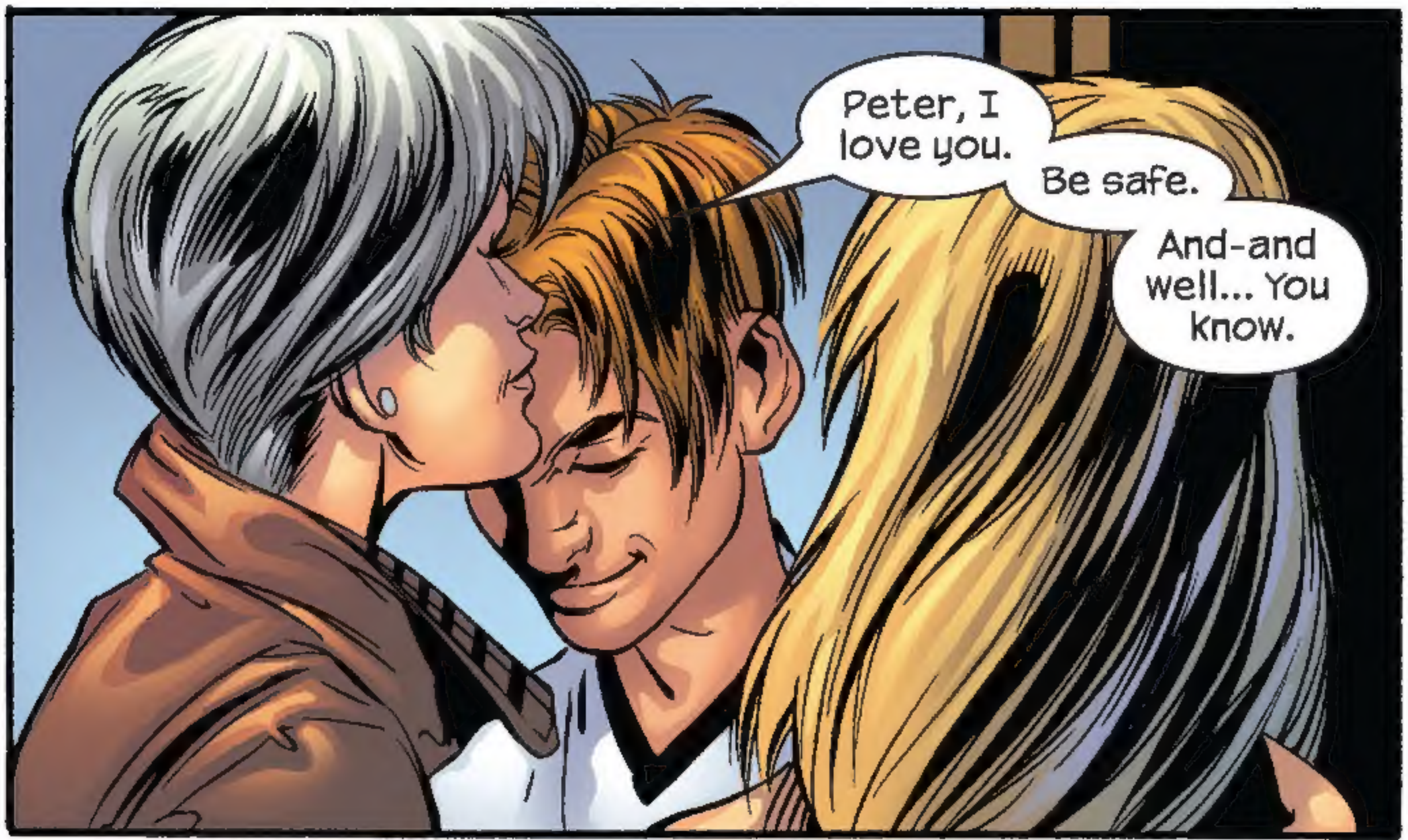


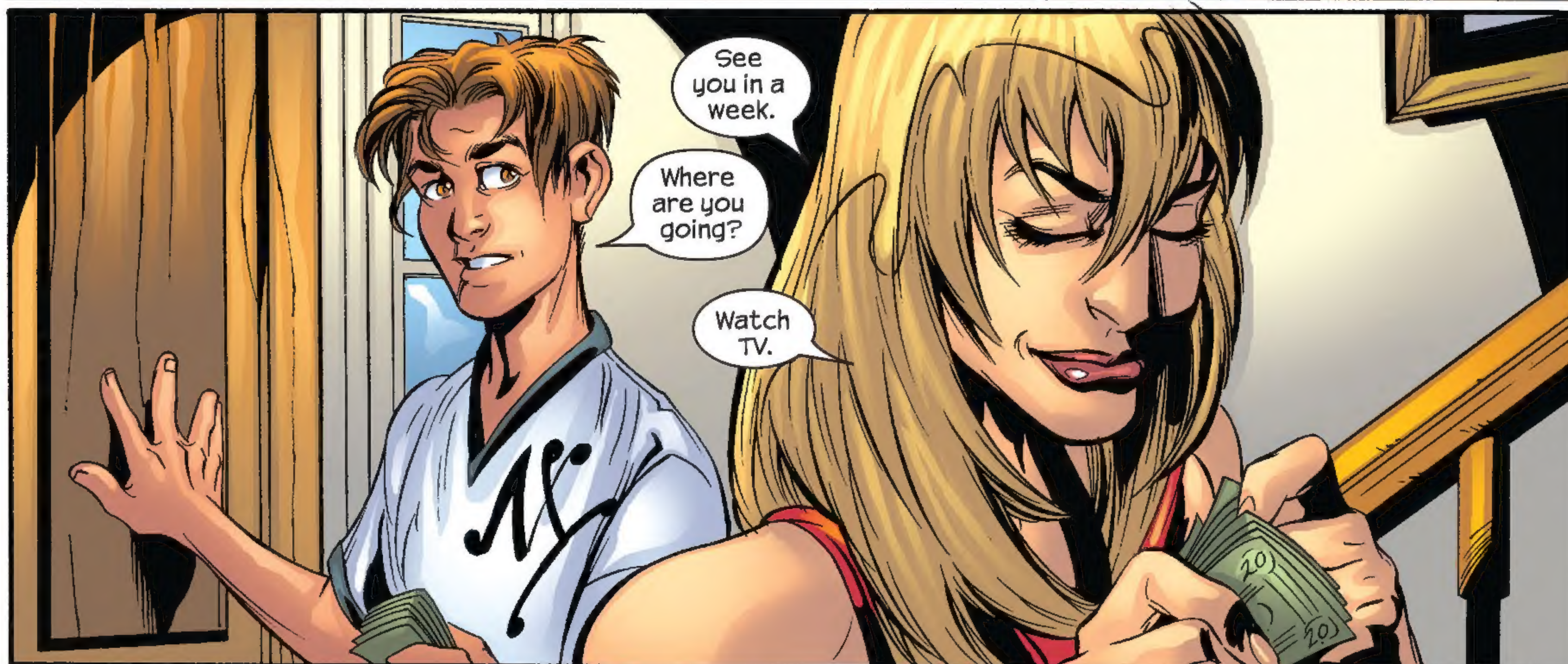
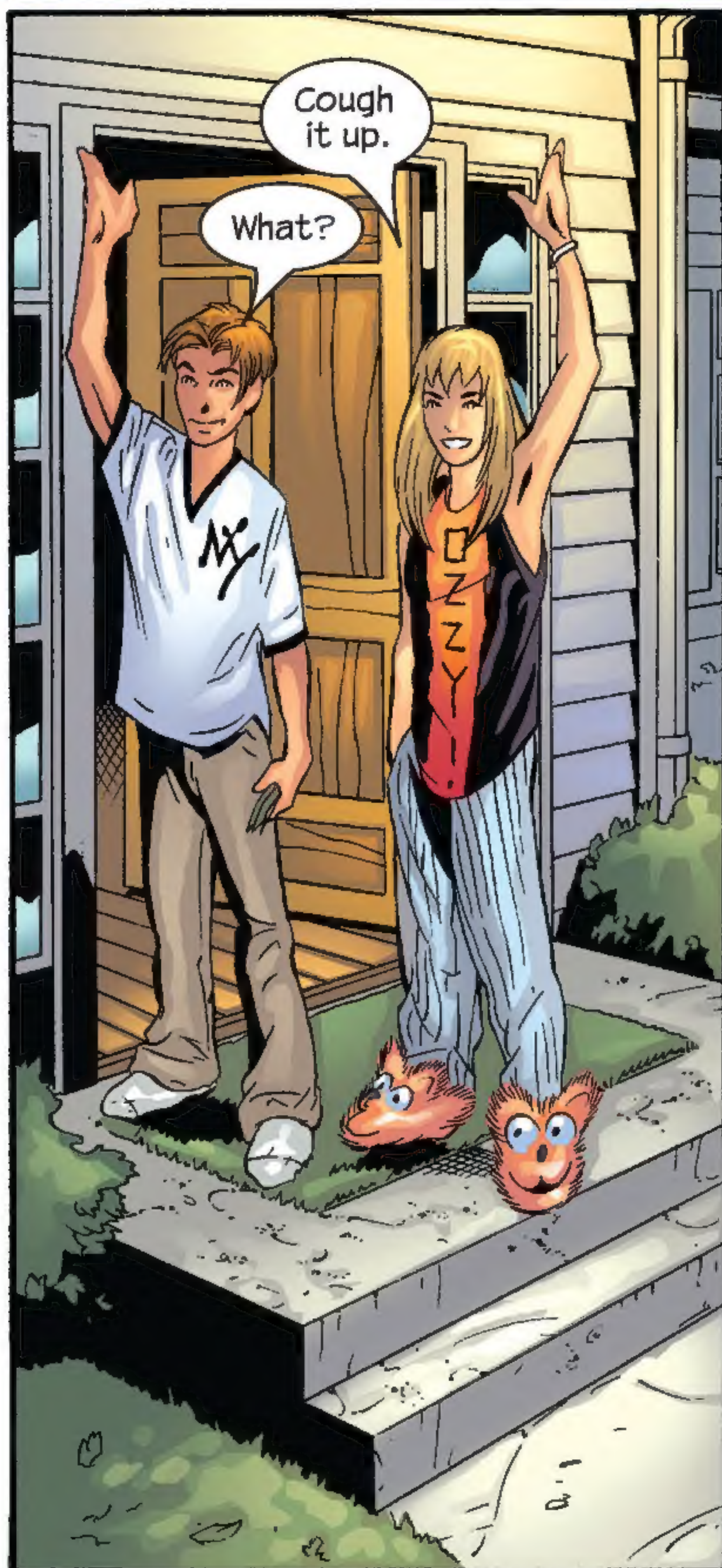
J o e
Q U E S A D A
E D I T O R I N C H I E F



D a n
B U C K L E Y
P U B L I S H E R









This is a first.

Aunt May out of the house.
First time in my whole life.

Might be a little easier to
come and go as Spider-Man.

Actually, it's been a pretty
good time to be Spider-Man.

Something really *bad* must be
coming. I *never* get to just
have a good time.

But hey, at least today, no
earth-shattering dramas or-or
guys hellbent on destroying
the city.

Even J. Jonah Jameson, my boss
and publisher of the crummy
Daily Bugle, has been
relatively nice.

Speaking of which, I have to
put in as many hours at the
Bugle as I can.

I have no money at all.

Well, I do today... but the way
I have been *eating* since I got
bit by that spider, I will have
spent that by Tuesday.

I guess I burn a lot of carbs as
Spidey or something. I am
always hungry.

Wonder how many hours I am
allowed to work a week at the
Bugle. Am I allowed overtime?
Wonder if Mary Jane's okay.

She's been grounded forever.
And *her* being grounded
makes *me* feel grounded
because she's basically
my whole entire social life.

But, you know, whenever she
gets *ungrounded* I am going to
take her out on, like, a date.

A *real* date. An adult date.
Like dinner and a movie.

Man, I haven't been to
the movies in...forever.

I mean, sure, swinging through
the city on a strand of
homemade web *is* a bit more
exciting than sitting there
watching a bunch of talking
fish or robots or whatever...

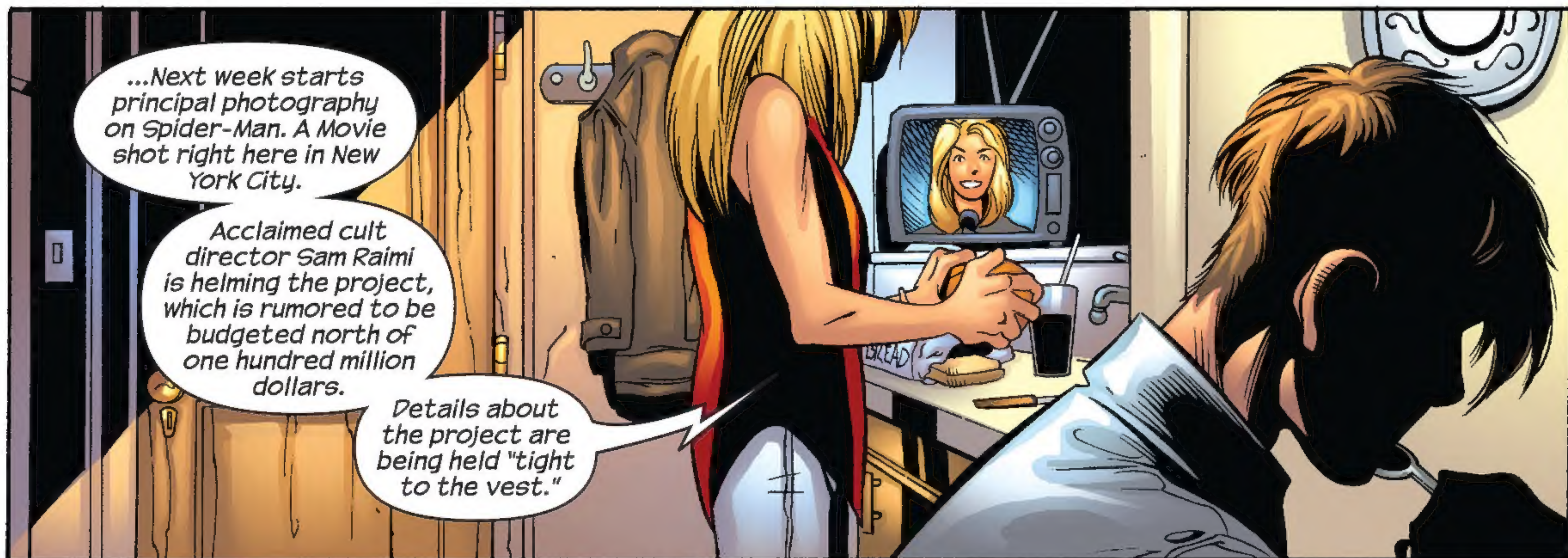
But I used to love movies. Uncle
Ben and I went to see everything.

I would *love* to just go to a
movie and sit and eat some
popcorn.

But, man, they haven't made a
good movie in... I don't know...

When's someone going to
think of a really *good* idea for a
movie? How *hard* could it be?

And
in movie
news...



...Next week starts principal photography on Spider-Man. A Movie shot right here in New York City.

Acclaimed cult director Sam Raimi is helping the project, which is rumored to be budgeted north of one hundred million dollars.

Details about the project are being held "tight to the vest."



But we had an opportunity to sit down with Academy Award winning producer Avi Arad for a sneak peek at this cinematic extravaganza.

And that makes *this*-- an ET exclusive.



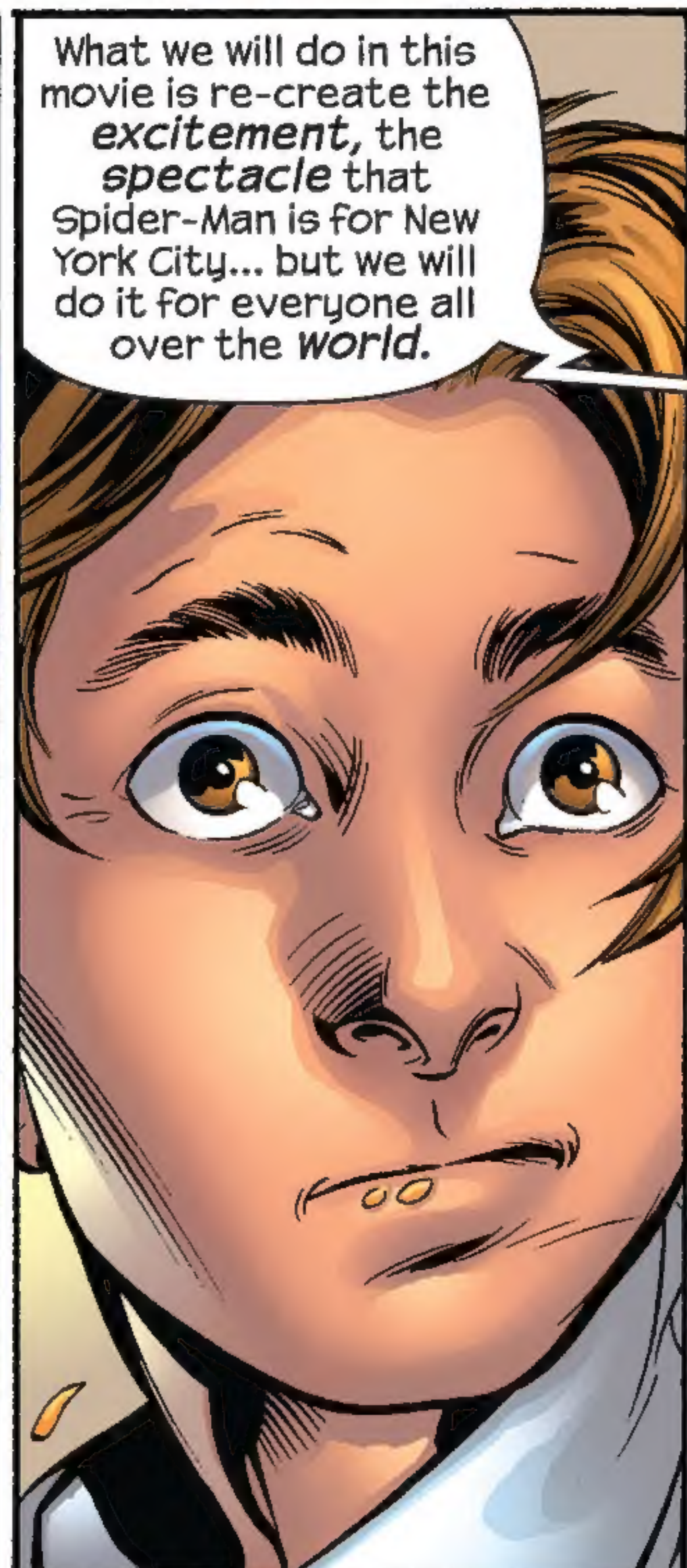
Spider-Man is an enigma.

He is a mysterious hero, or some say, anti-hero...

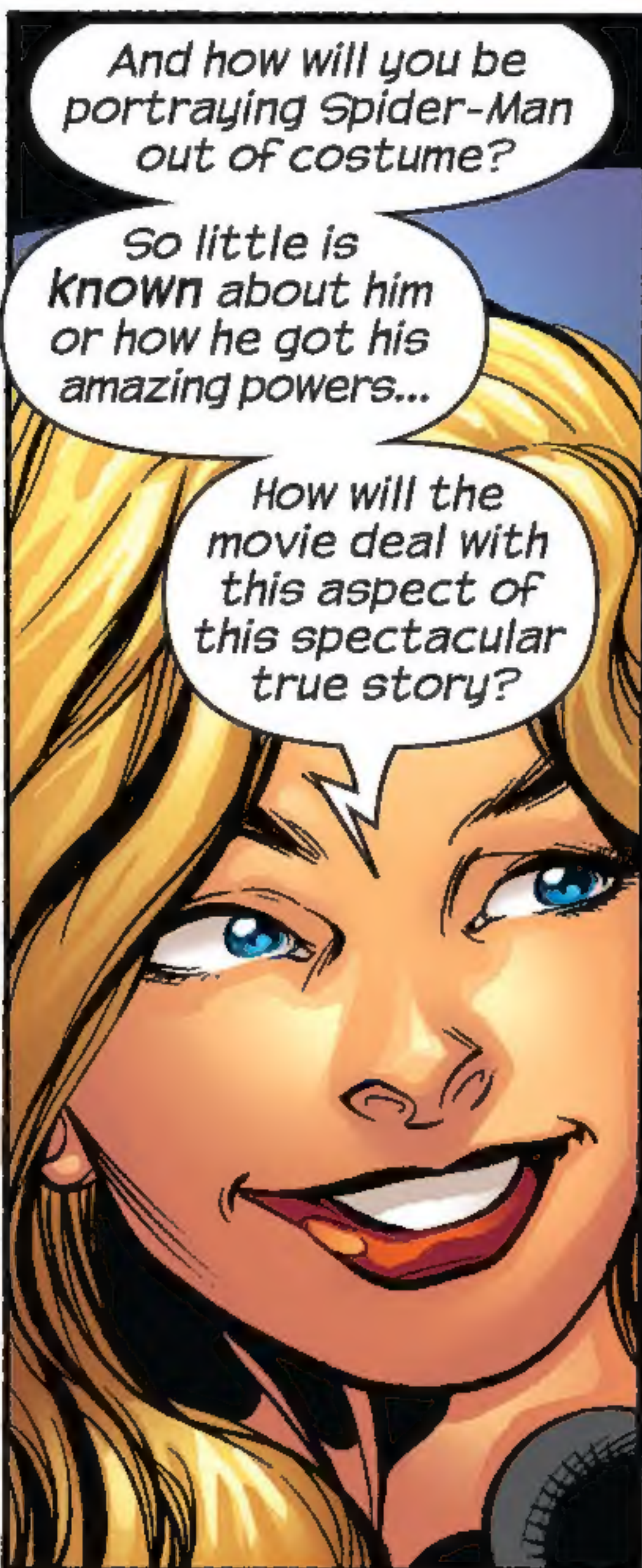
Half the world-- they love him... the other half hates him.

But everyone is *talking* about him.

This is, we believe, a story for our generation.



What we will do in this movie is re-create the *excitement*, the *spectacle* that Spider-Man is for New York City... but we will do it for everyone all over the *world*.



And how will you be portraying Spider-Man out of costume?

So little is known about him or how he got his amazing powers...

How will the movie deal with this aspect of this spectacular true story?



Aah, see, for *this* you have to buy a ticket.

But imagine, if you will, that the man behind the mask this tragic figure...



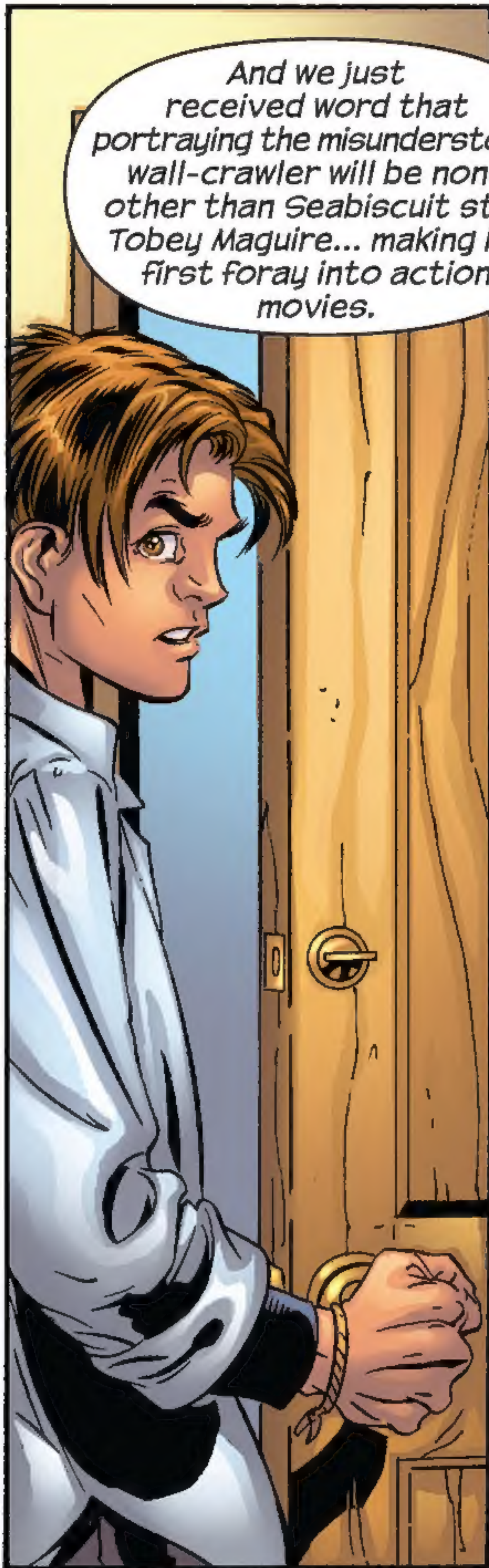
This tragedy.

A nobody. A loser.

But when the mask is *On*... he grabs the entire world's imagination.



This will be a fair and honest portrayal of the Spider-Man experience.



And we just received word that portraying the misunderstood wall-crawler will be none other than Seabiscuit star Tobey Maguire... making his first foray into action movies.



No word yet on who the villain is, but rumor is that--



Jeez!! What are you doing?



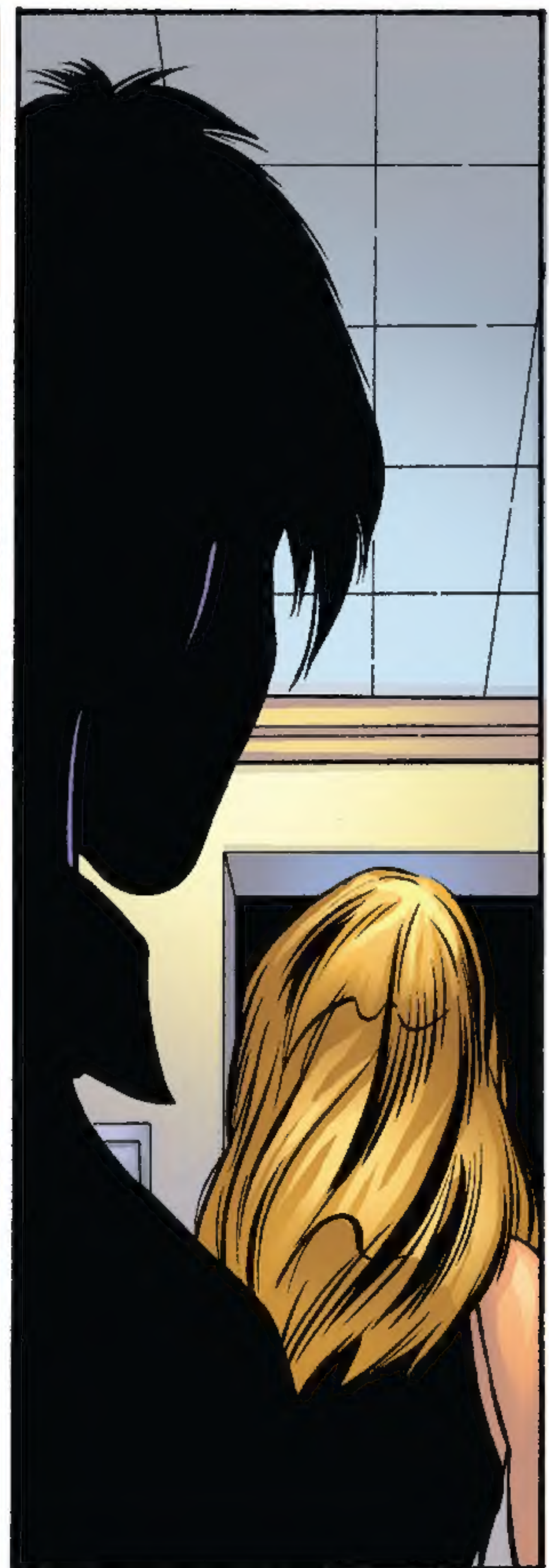
Thing just--
It fell off.

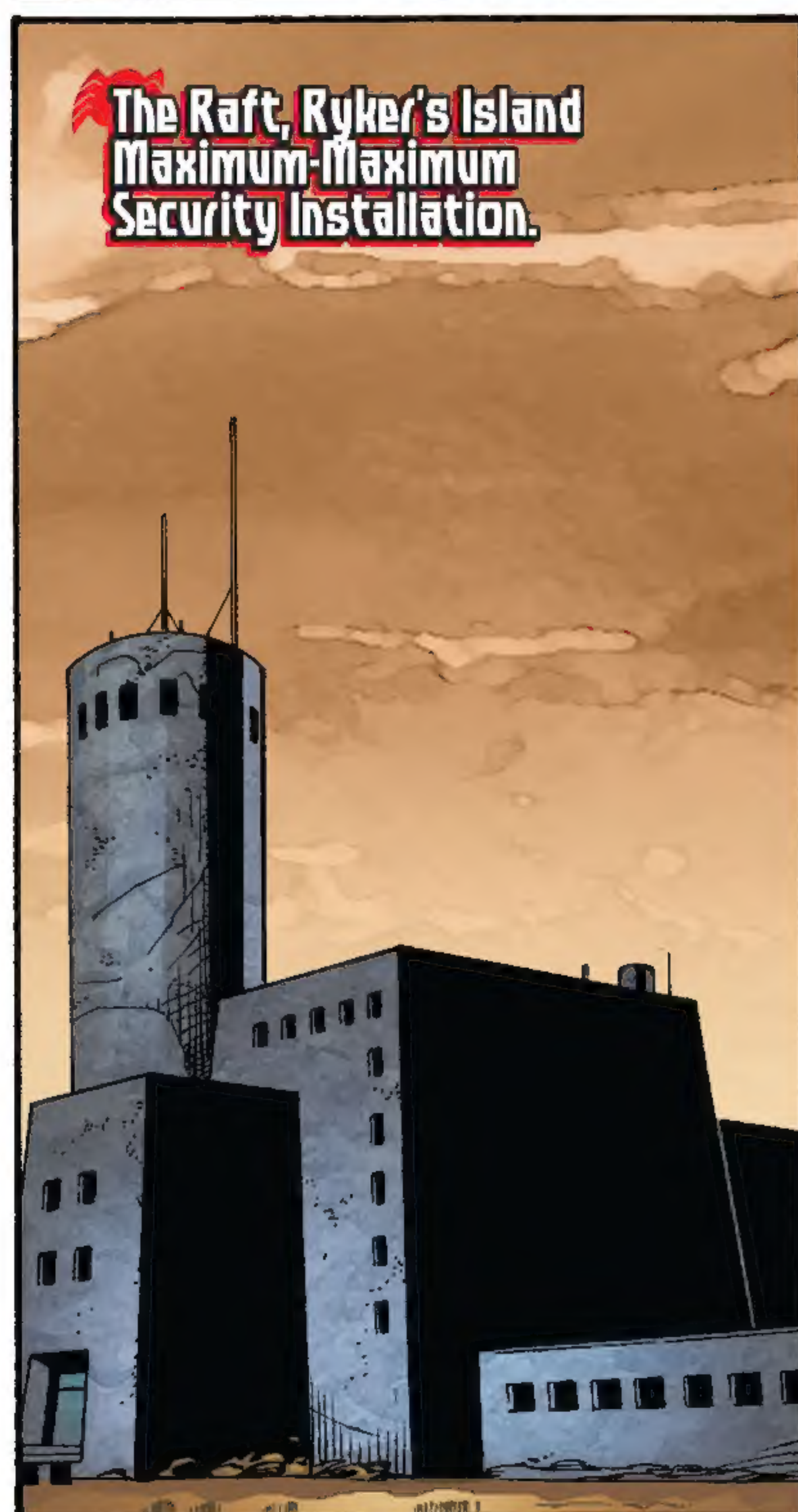
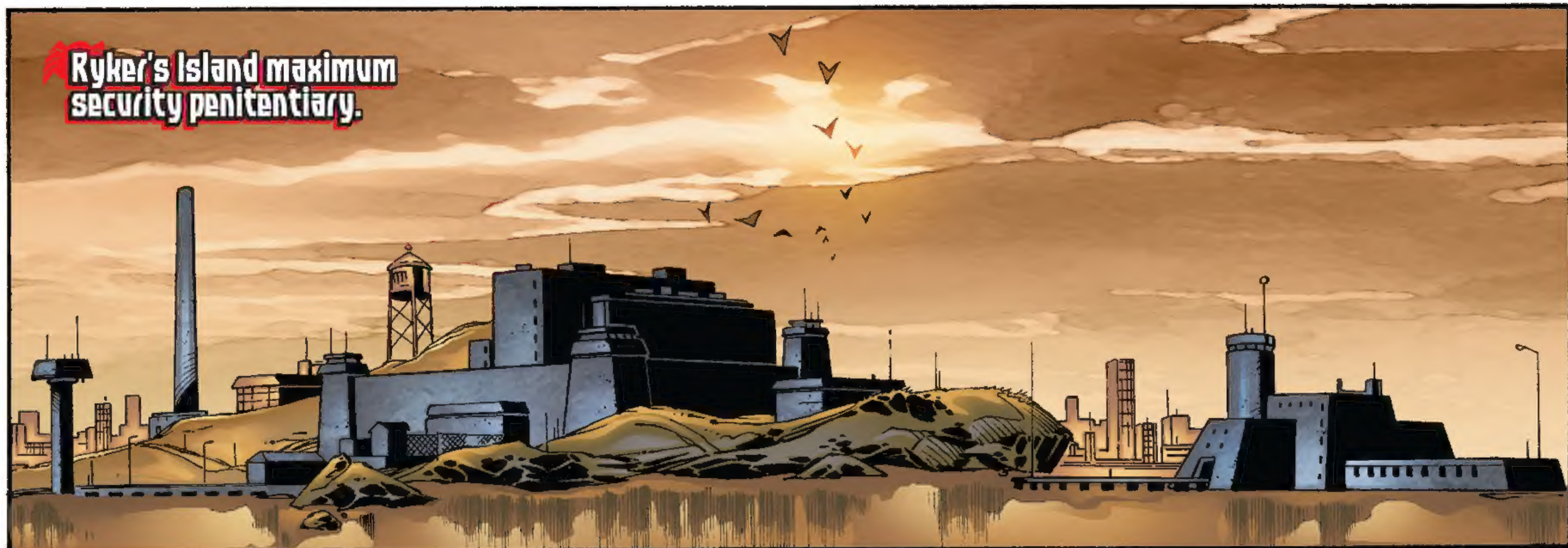


That's coming out of your half.
Hey, you think they're going to include the part in the movie where Spider-Man killed my dad?



What?







See what it says? Says they're making a movie about Spider-Man.

Pretty funny.

You know what's even *funnier*?

Says here that the movie studio optioned your story from your ex-wife. Yknow, to give it some authenticity.

Says she's a consultant.



Says she's an expert on deluded, self-important murderers like you.

How'bout that? A whole movie about you... and your wife's the only one getting paid.



I mean it's not like the movie people were going to pay *you* for your story.

Seeing as you're a *murderer* and all...

But it's funny that your wife, oops, *ex-wife*, found a way to *cash in* on your loser-ness.

Thought you'd *enjoy* that.

And, you know, if you weren't a cop-killer, piece of garbage...

I would actually feel *bad* for you.



One of the greatest science guys *ever*, they say, but you went and turned yourself into a killing freak with four metal arms.

Hey, how you doing now that S.H.I.E.L.D. went and *took* your arms *away* from you?

Sent you here to *rot* for the rest of your worthless life.



Paper says they're going to do some kind of cool CGI thing to duplicate your metal arms.

I bet they could *buy* them if they wanted.



Enjoy, cop-killer.

Maybe they'll invite you to the premiere.



I'm going.

As what?

Come with me.

No.

Come on.

No.

Liz?



I don't know. Who else is going?

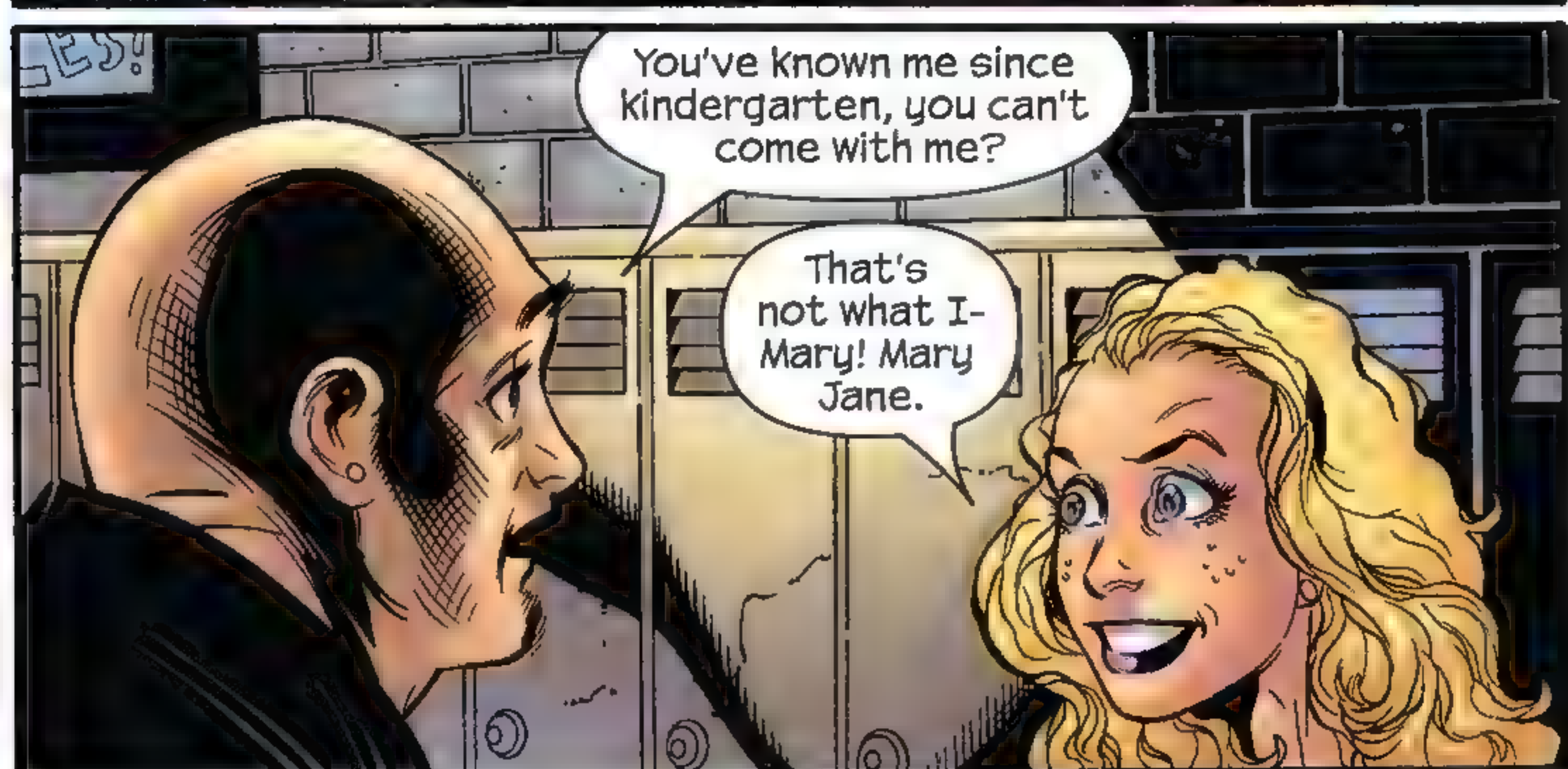
Who else?

Who else is going?

You can't just come with me? Just me and you.

No, yes, no. I mean--

I was just asking who else is going?



You've known me since kindergarten, you can't come with me?

That's not what I-Mary! Mary Jane.



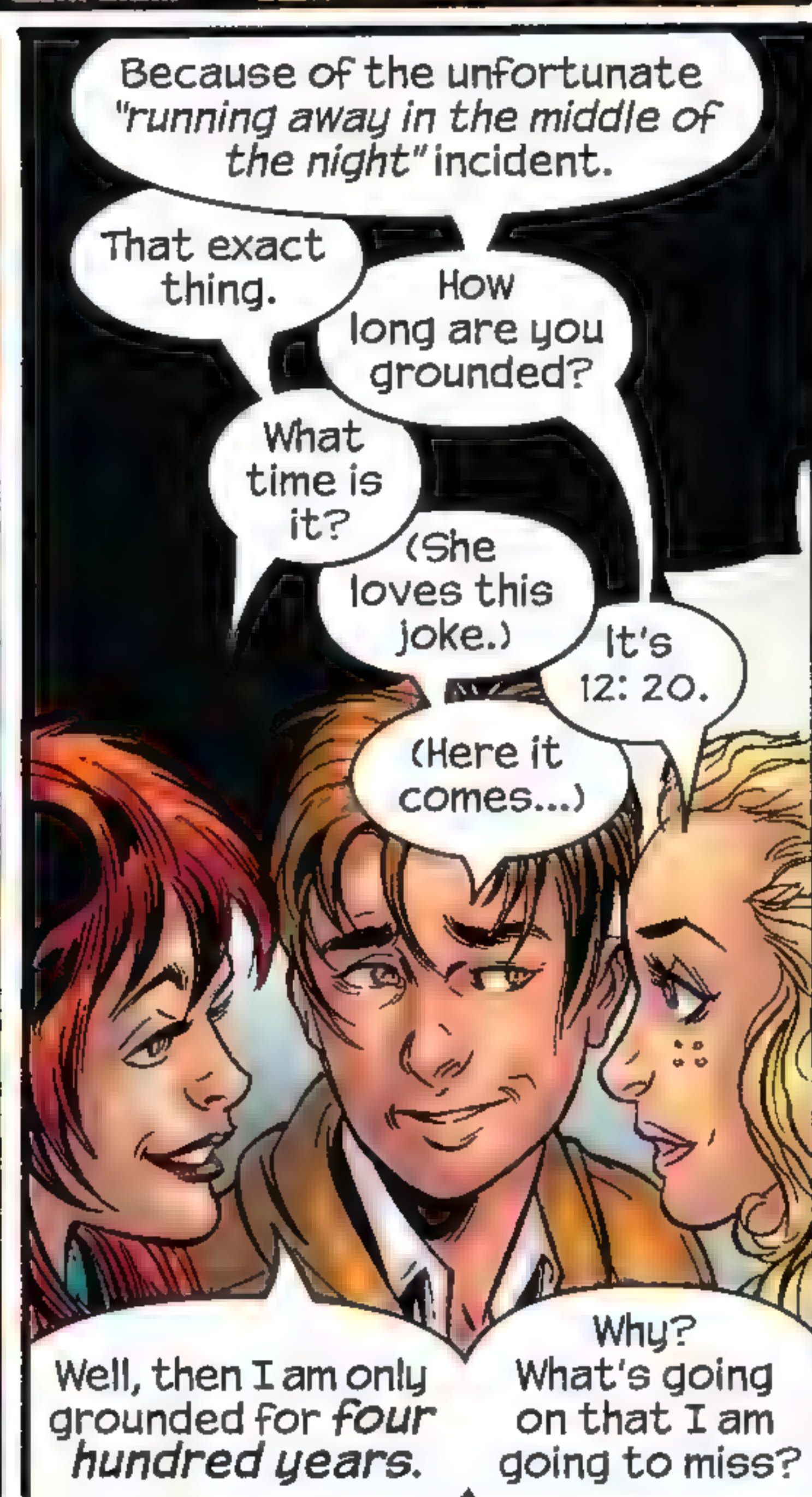
Liz, darling.

What are you doing after school?

Me, I am going straight home and straight to my room.

(Thank you very much...)

For I am grounded.



Because of the unfortunate "running away in the middle of the night" incident.

That exact thing.

How long are you grounded?

What time is it?

(She loves this joke.)

It's 12:20.

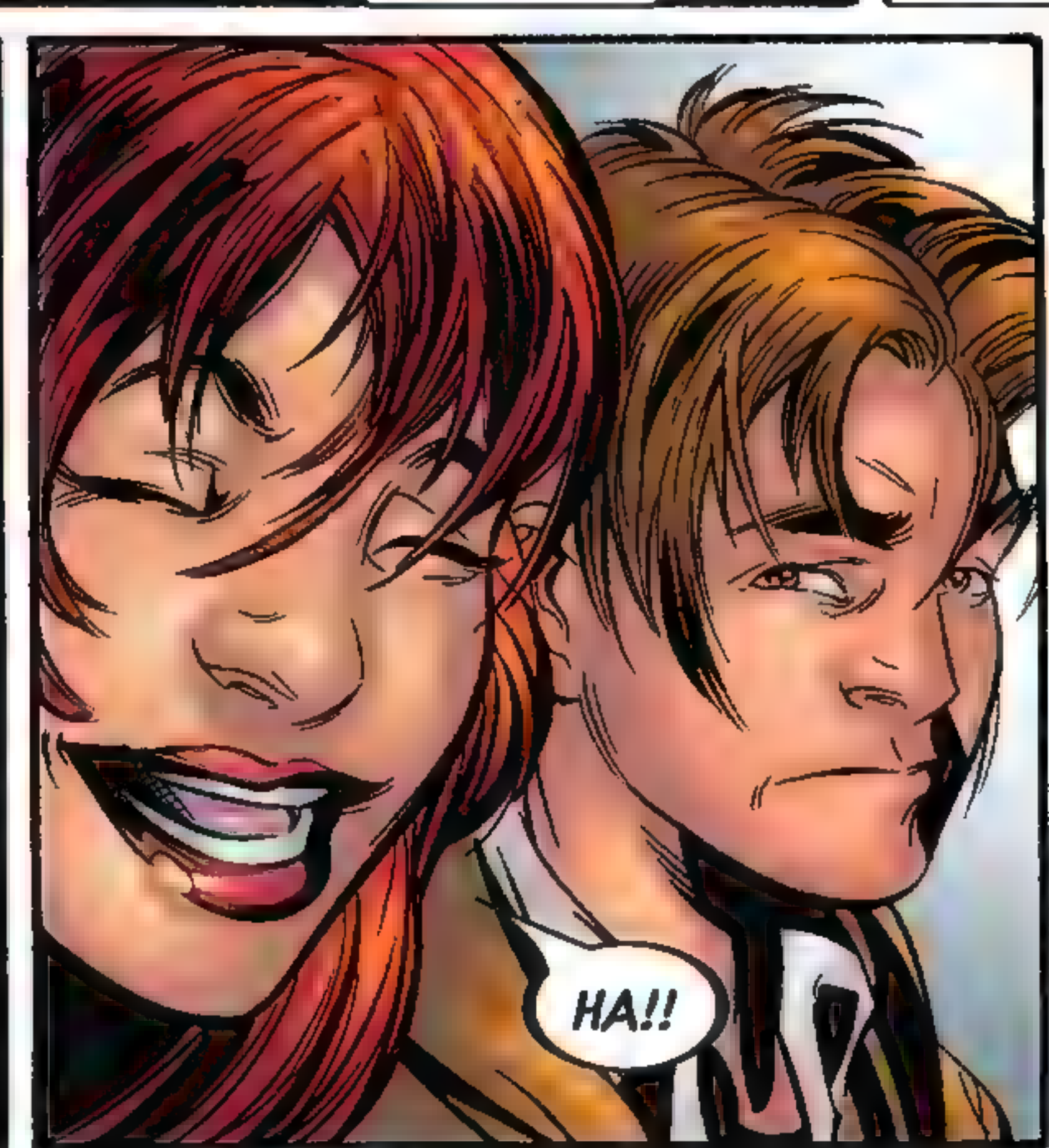
(Here it comes...)

Well, then I am only grounded for *four hundred years*.

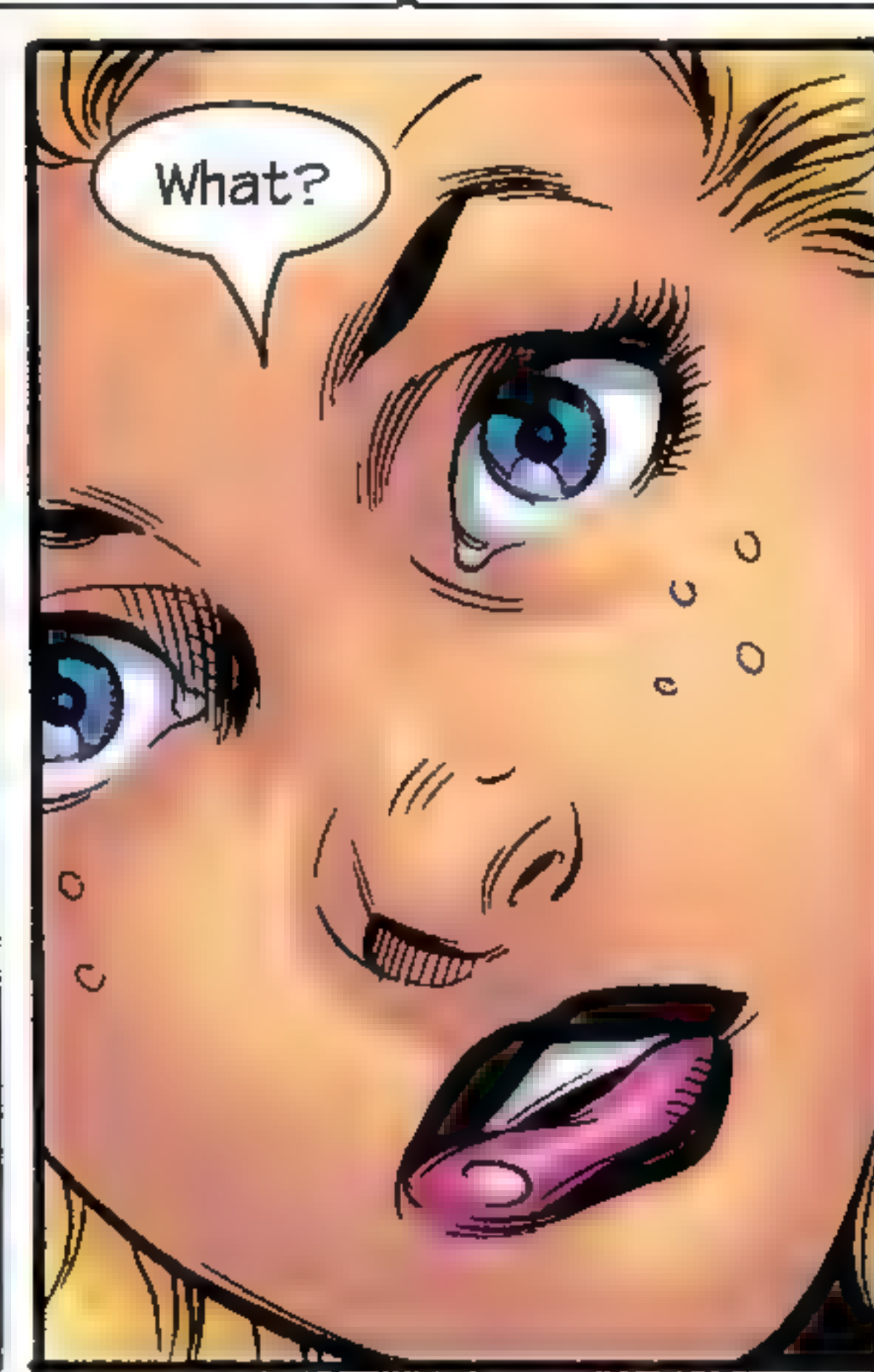
Why? What's going on that I am going to miss?



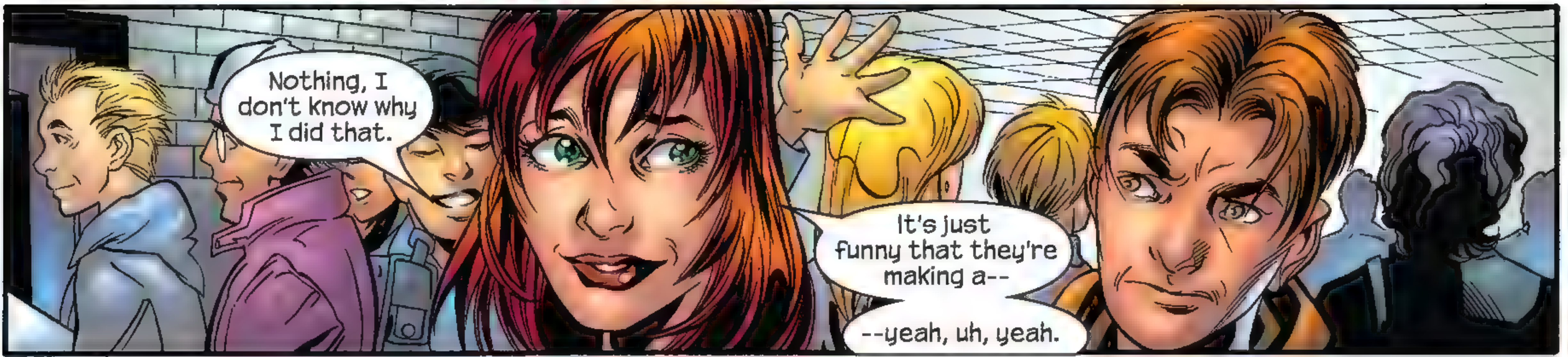
Kongo-bongo wants to go into the city and audition to be an extra in the Spider-Man film.



HA!!



What?



Nothing, I don't know why I did that.

It's just funny that they're making a--

--yeah, uh, yeah.



Well, I want to be in the movie and I think we should all go down and audition.

We *totally* get paid and we get to be in a movie. My uncle was in *Rocky*.

How awesome will this movie be?

I'm not going.

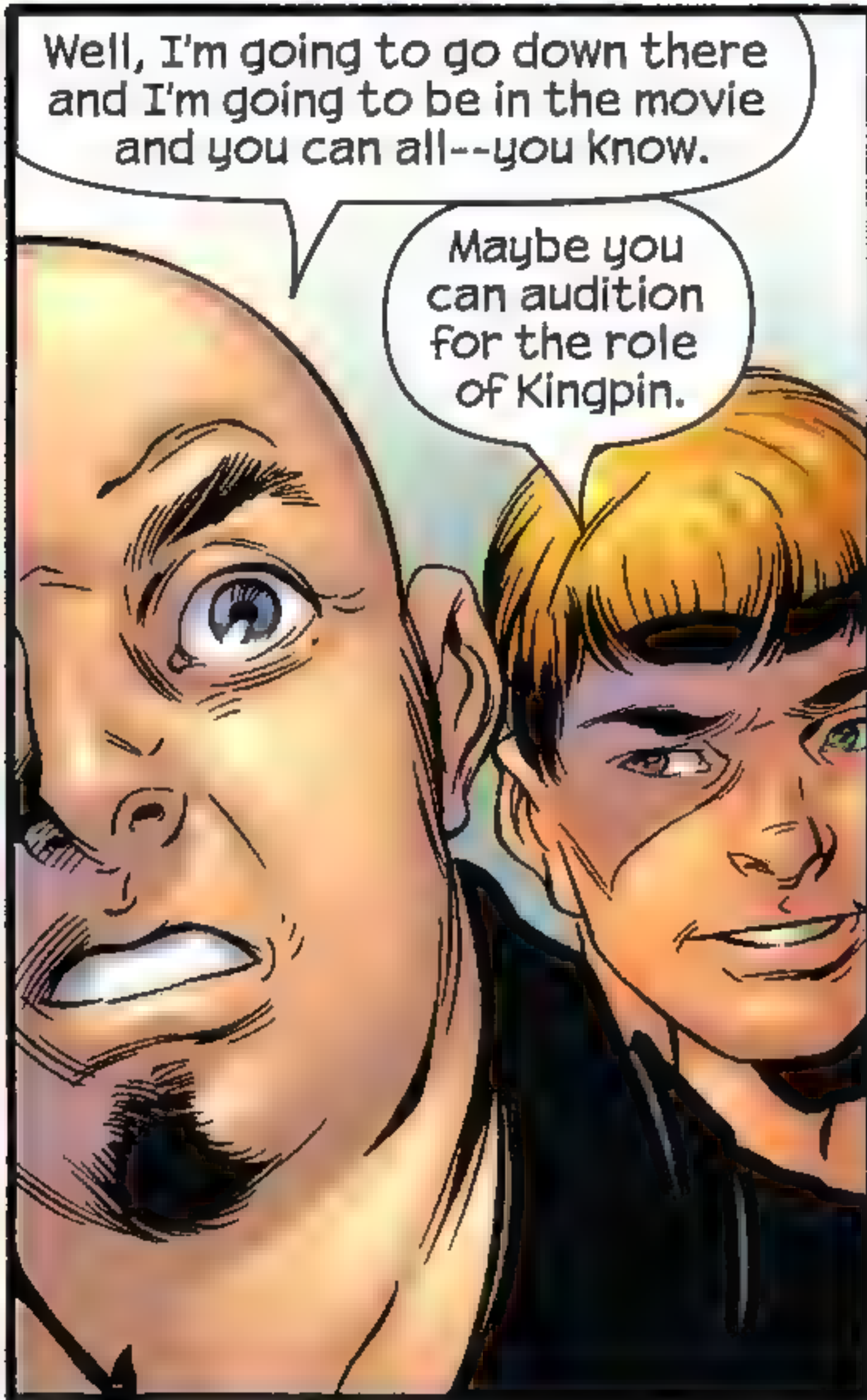
Wait in line with a bunch of tools?



Come on...

I'm grounded.

I have to work.



Well, I'm going to go down there and I'm going to be in the movie and you can all--you know.

Maybe you can audition for the role of Kingpin.



Now what does that mean?

Means you're bald and fat.

See, you *are* trying to scar me emotionally.

Whoops.

Whoops?



SMACK

Whoops.



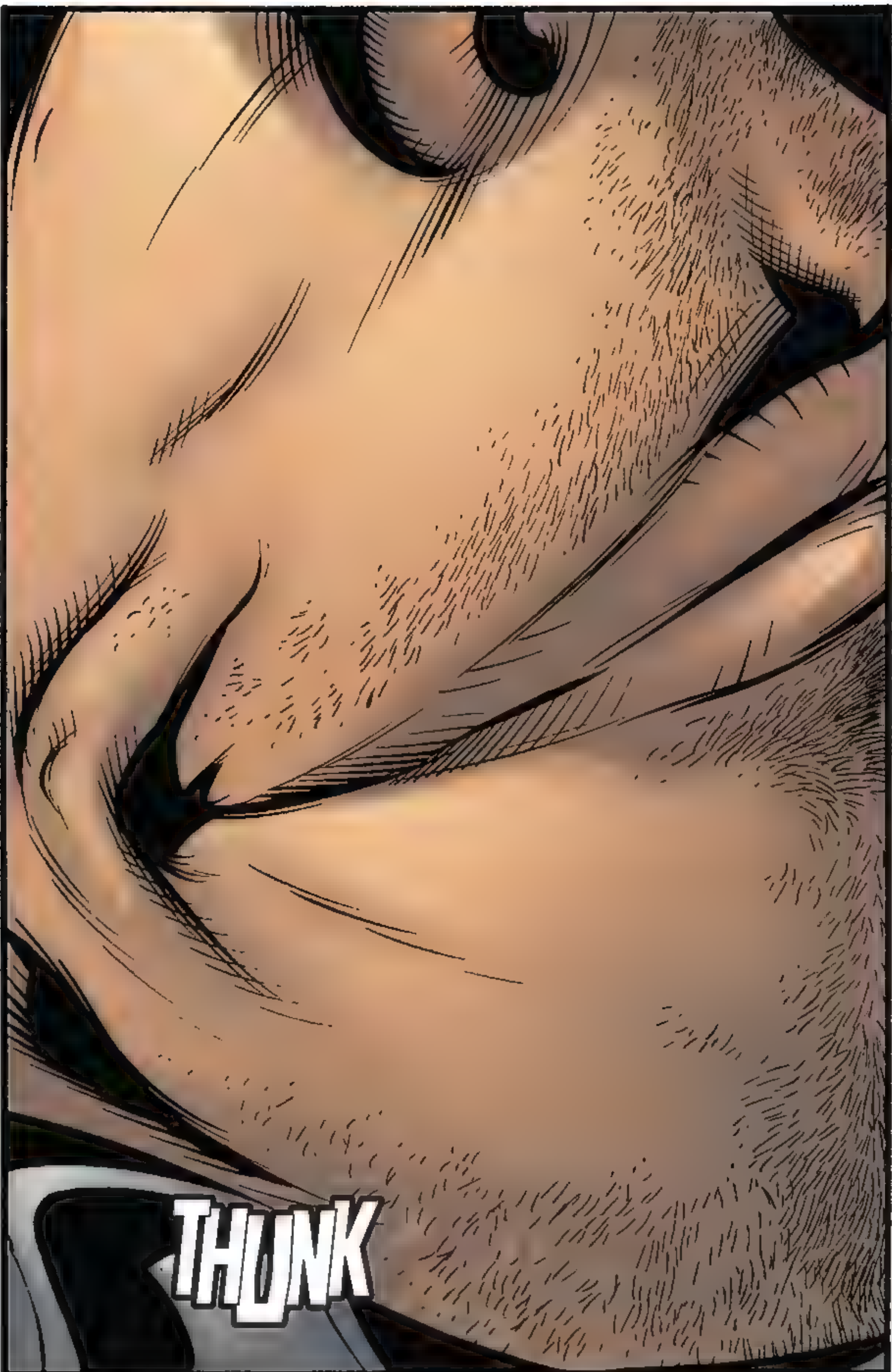
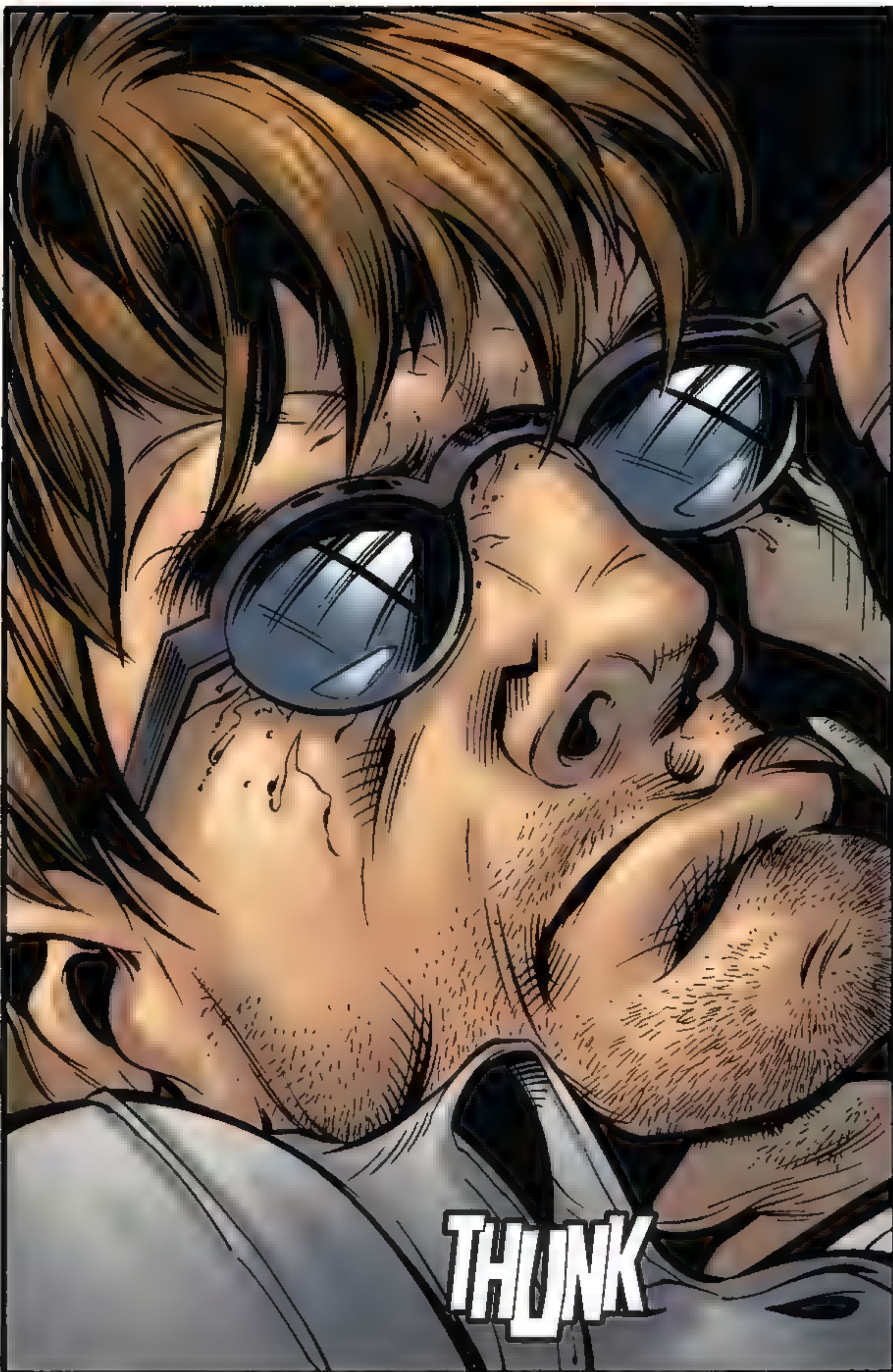
Take it back!!

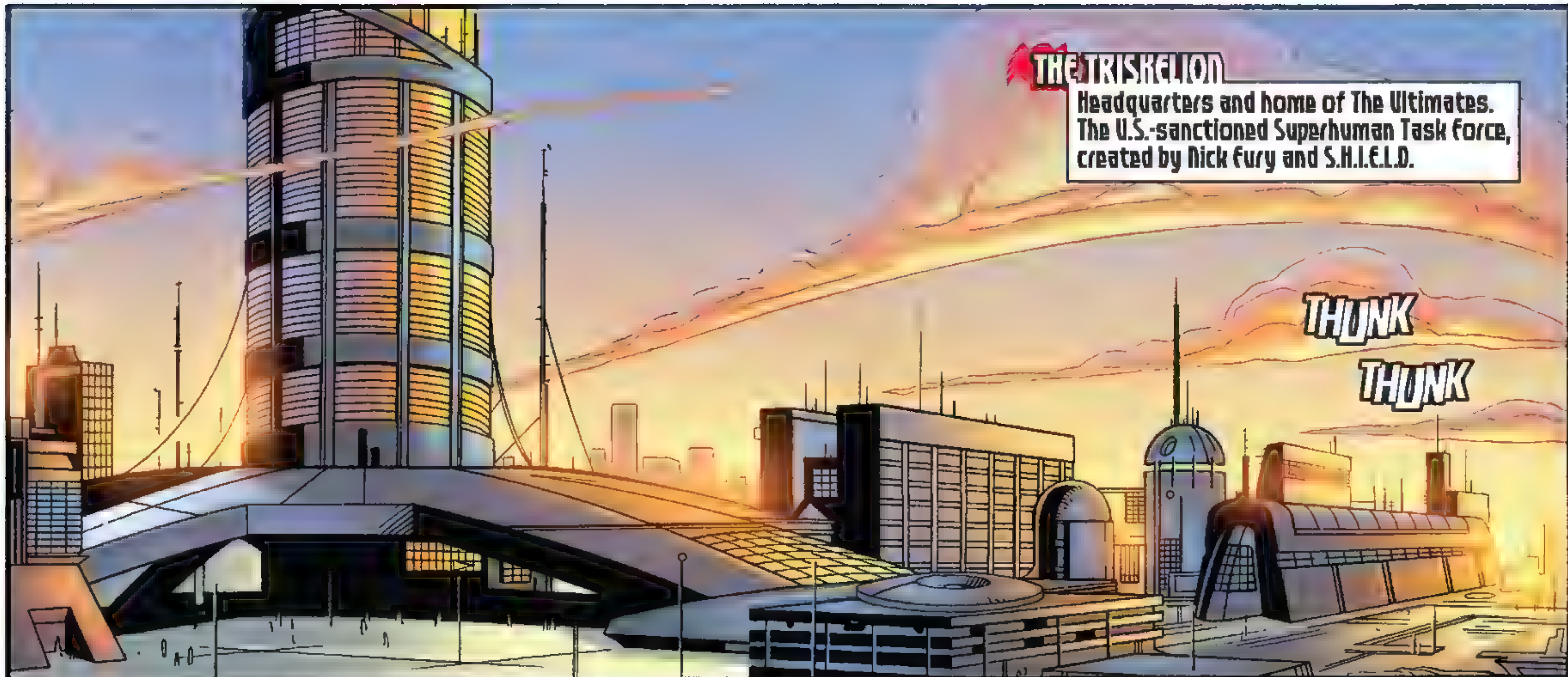
CRASH



A movie?

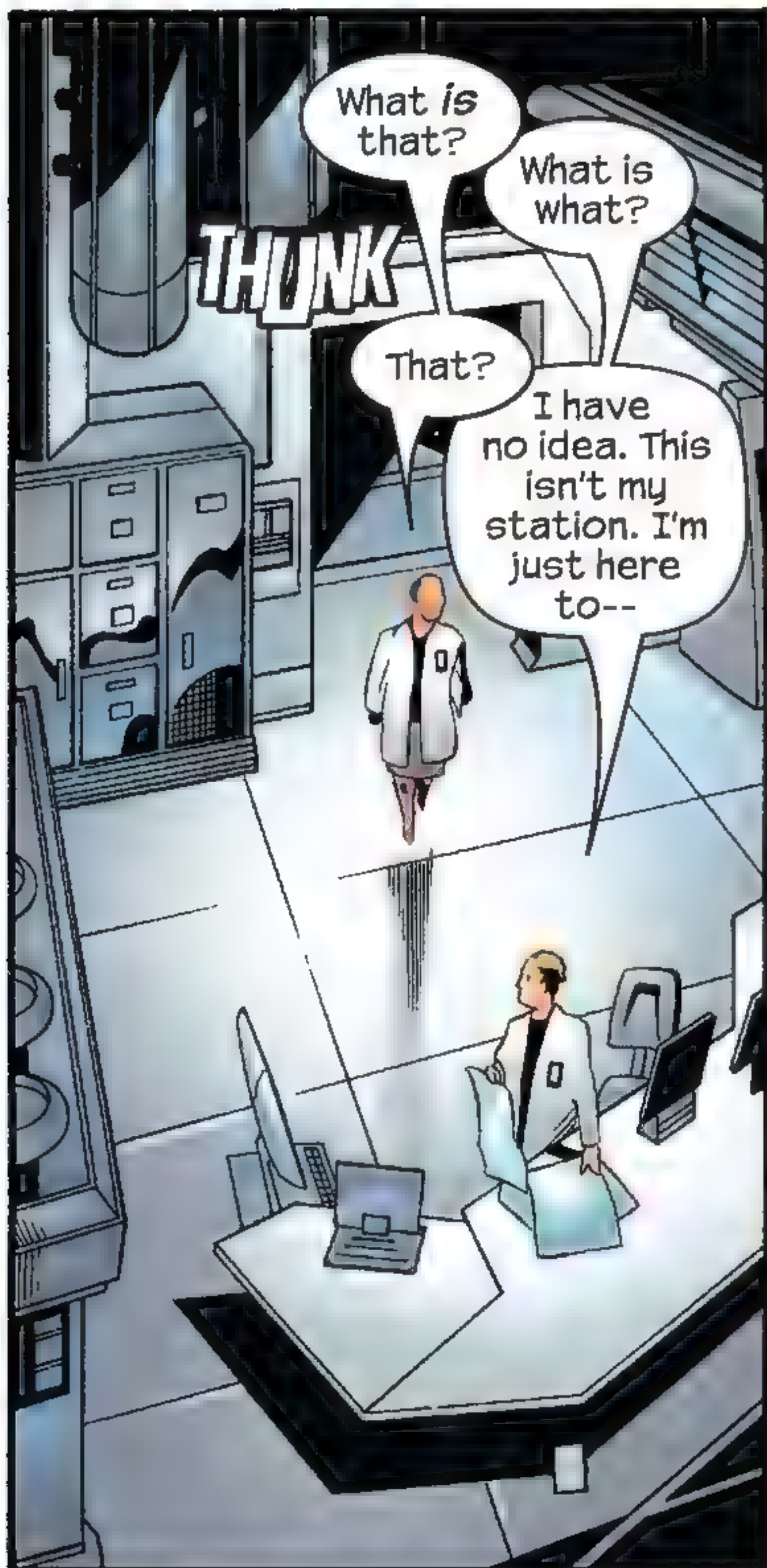
I live in Hell.



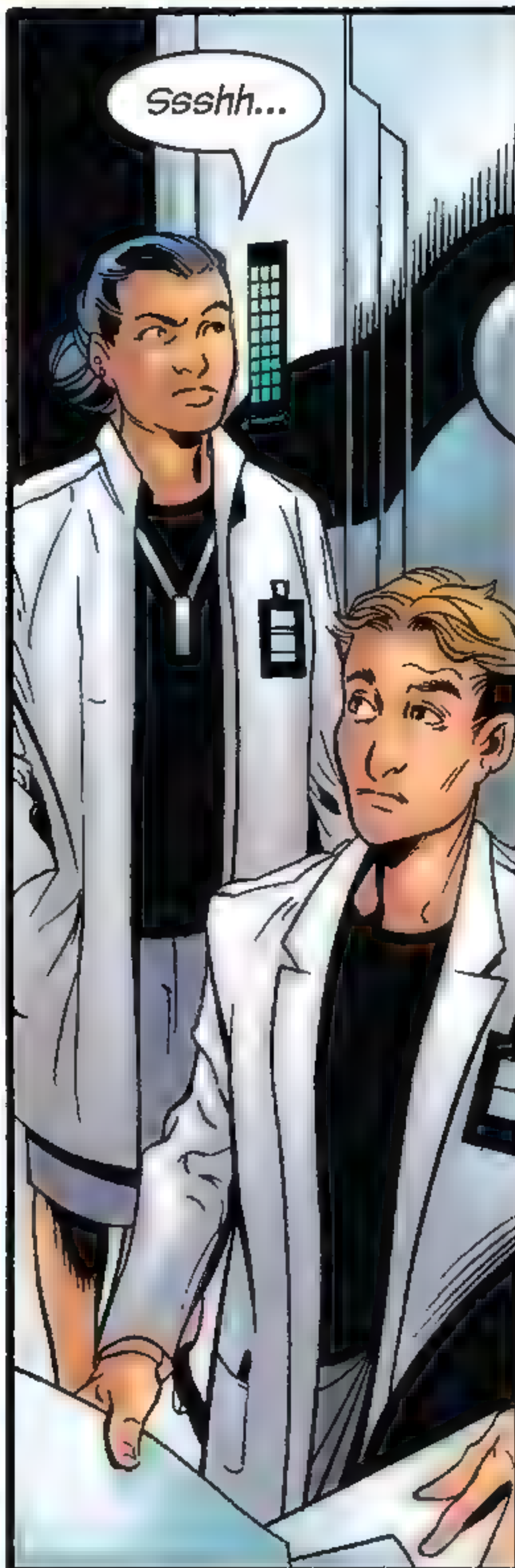


THE TRISKELION
Headquarters and home of The Ultimates.
The U.S.-sanctioned Superhuman Task force,
created by Nick Fury and S.H.I.E.L.D.

THUNK
THUNK



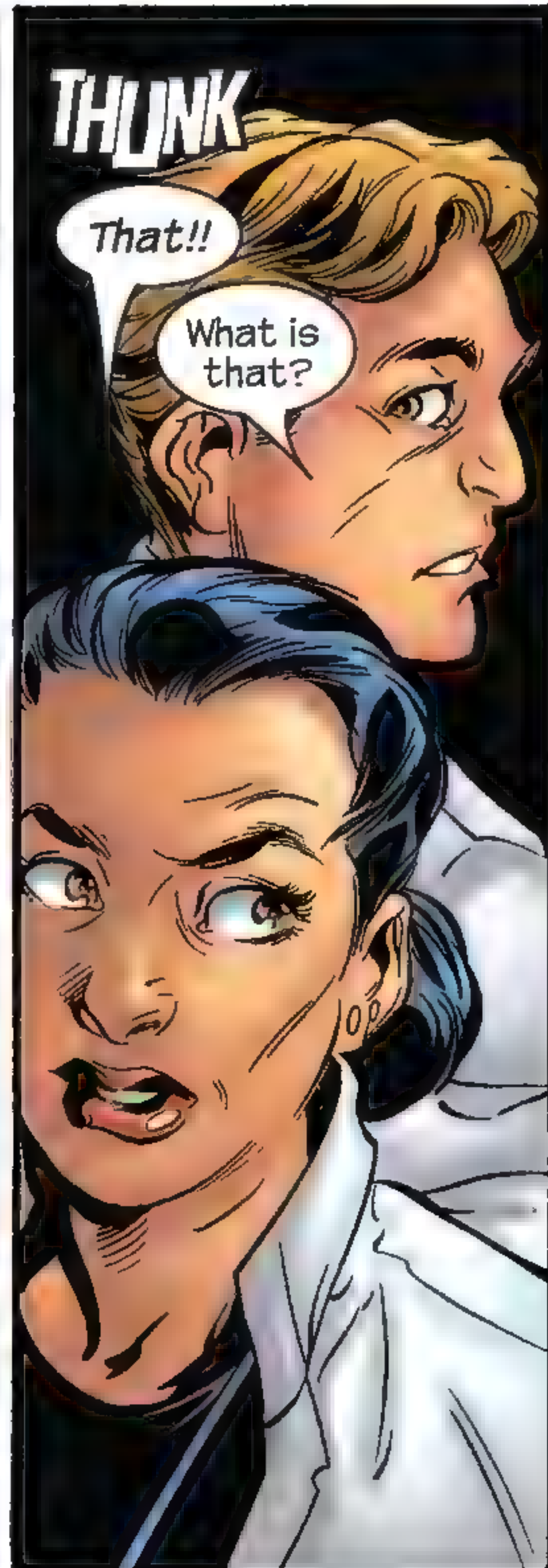
What is that?
What is what?
THUNK
That?
I have no idea. This isn't my station. I'm just here to--



Sssshh...



THUNK
You don't hear that?



THUNK
That!!
What is that?



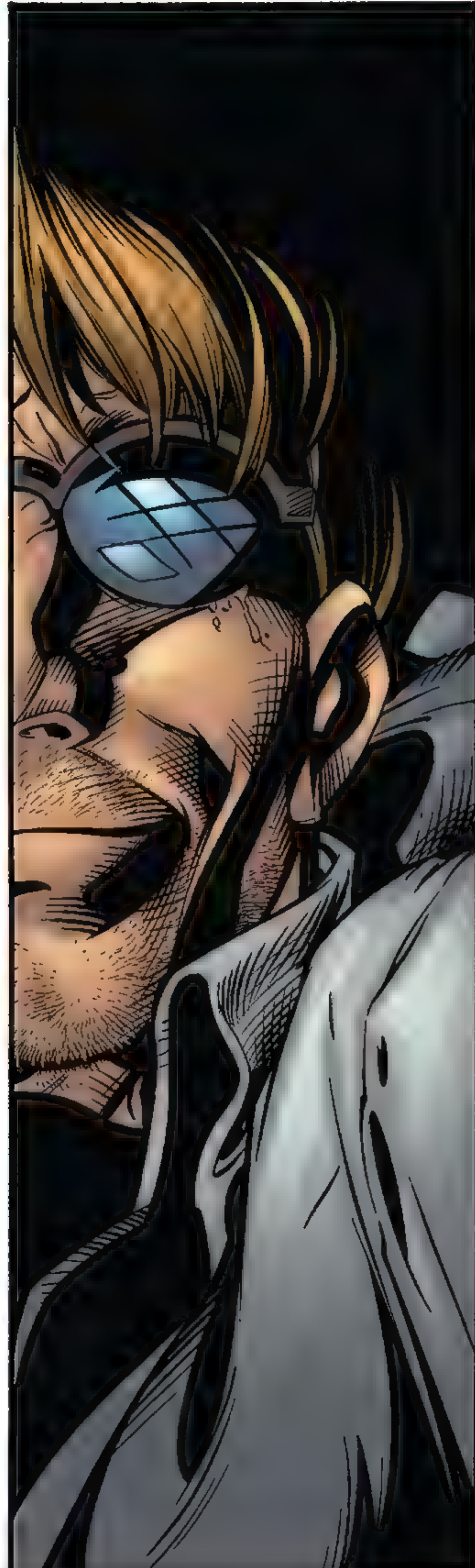
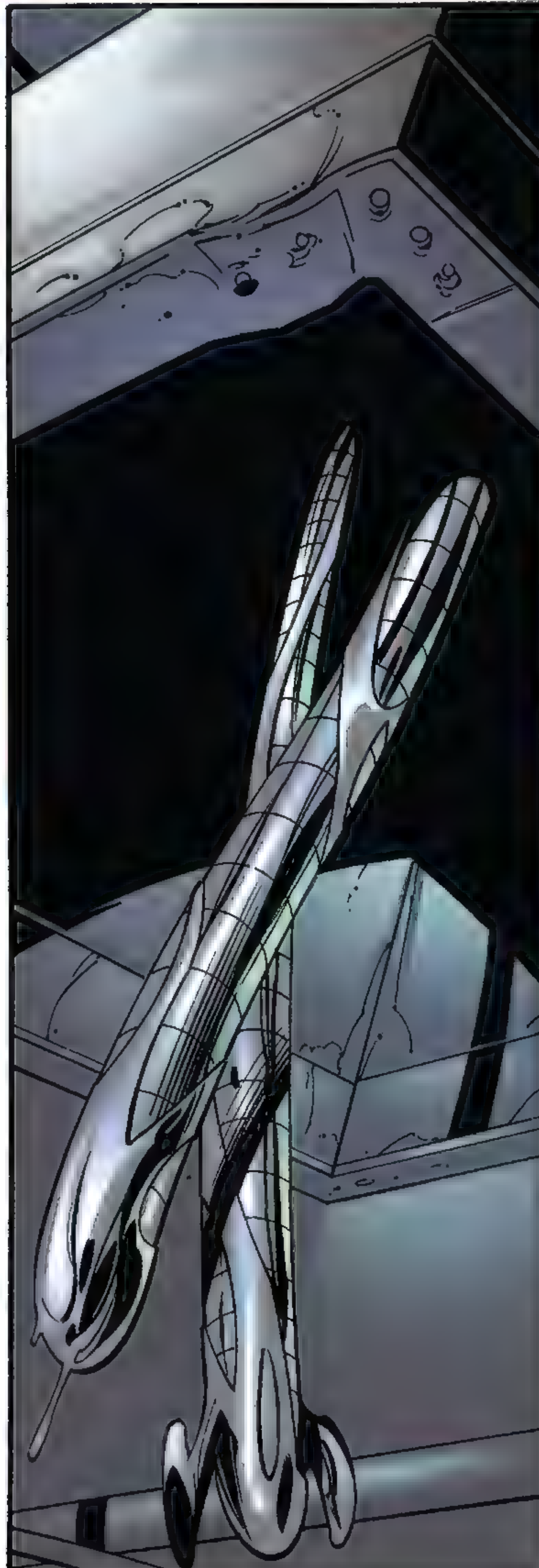
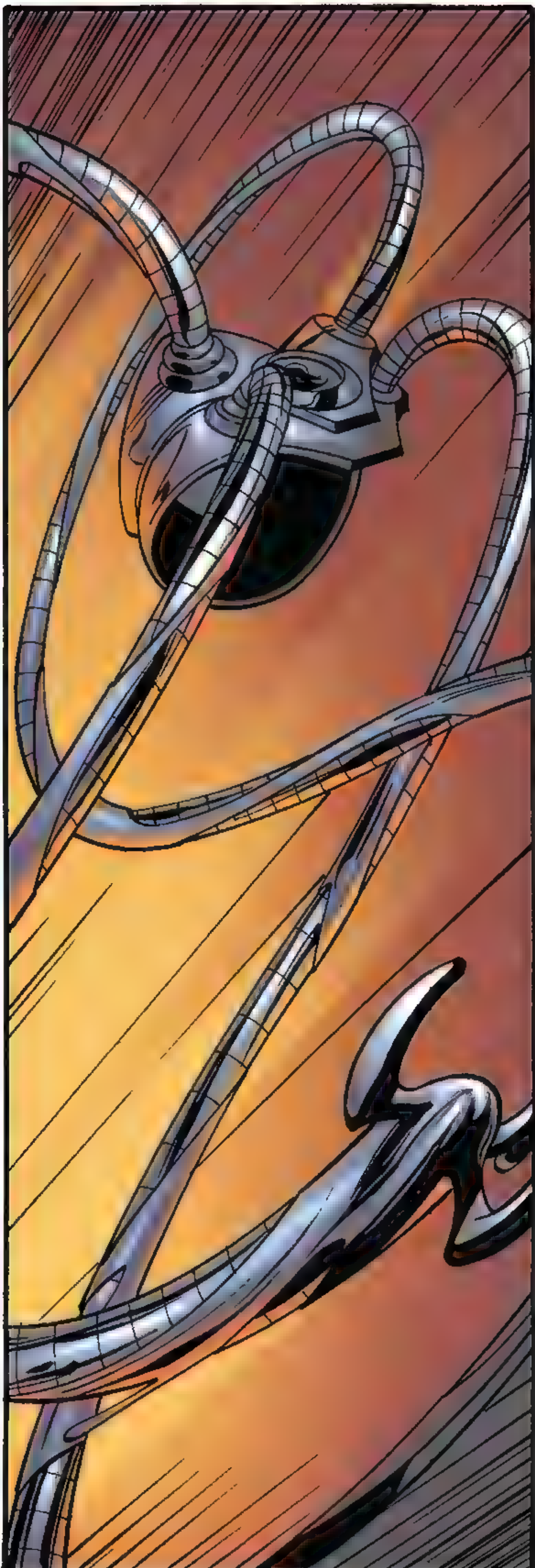
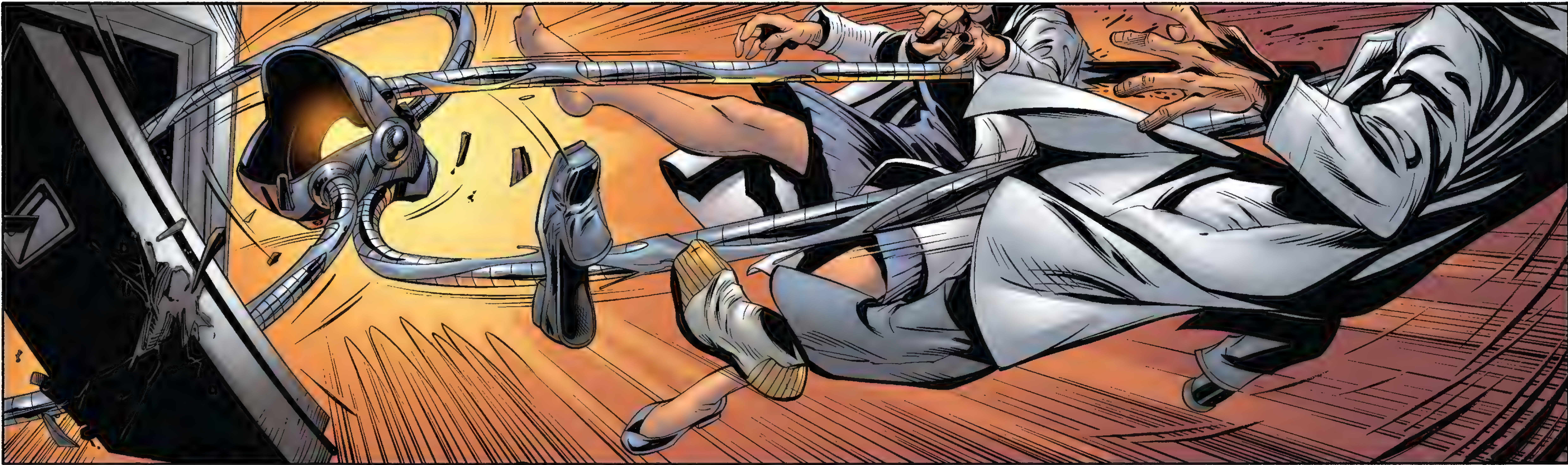
THUNK
I think it's the air conditioning.
It's annoying.

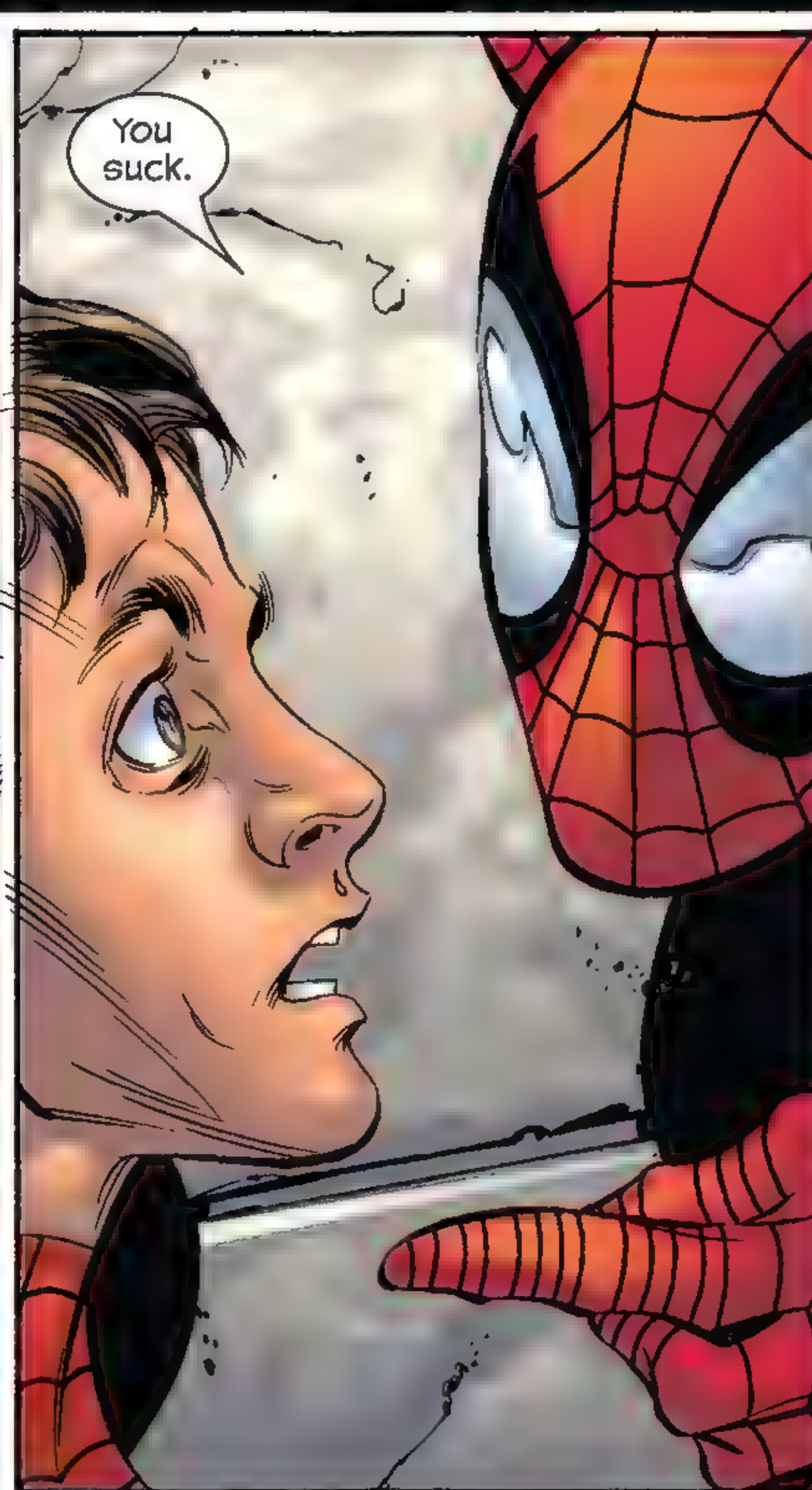
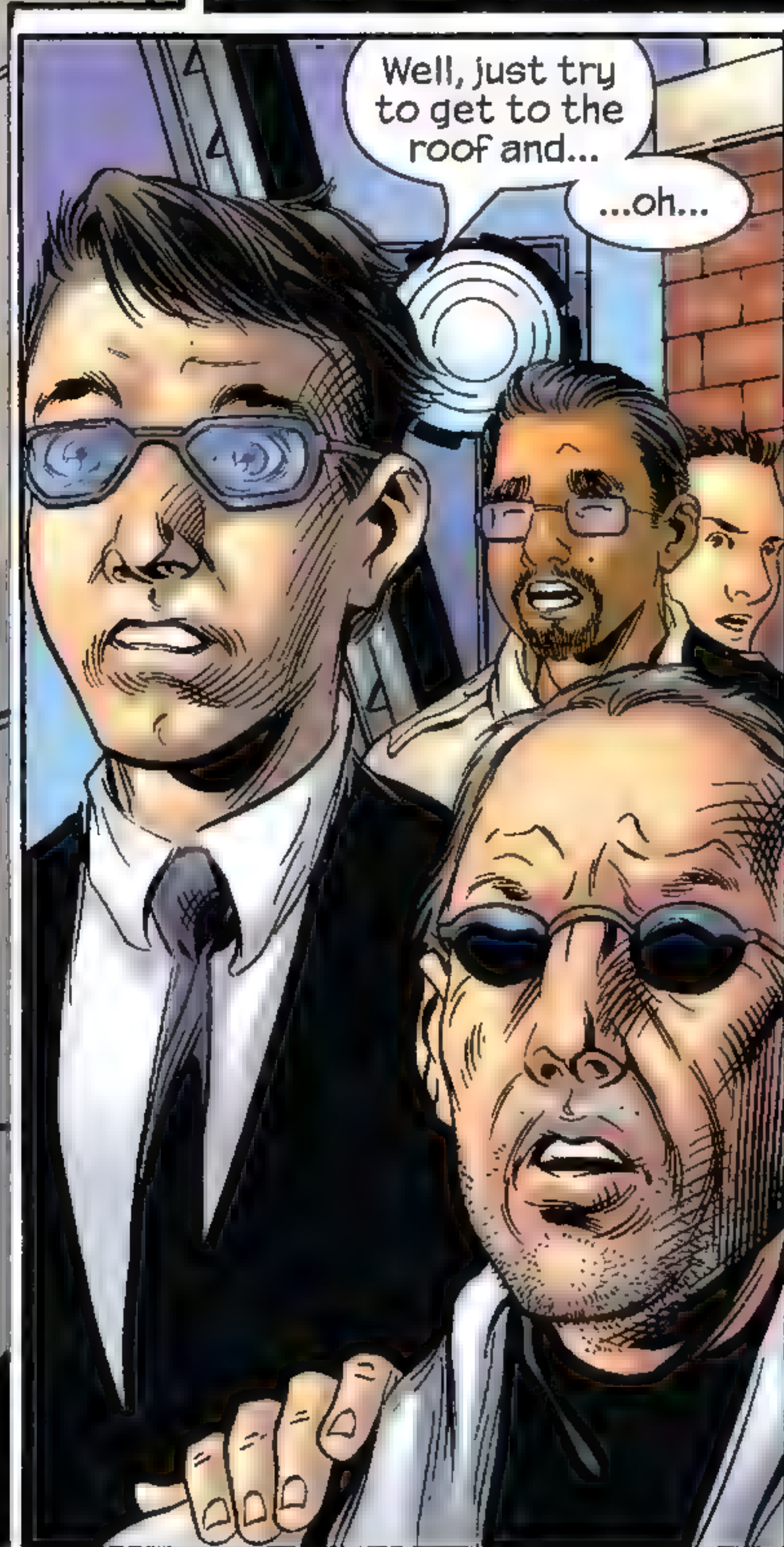


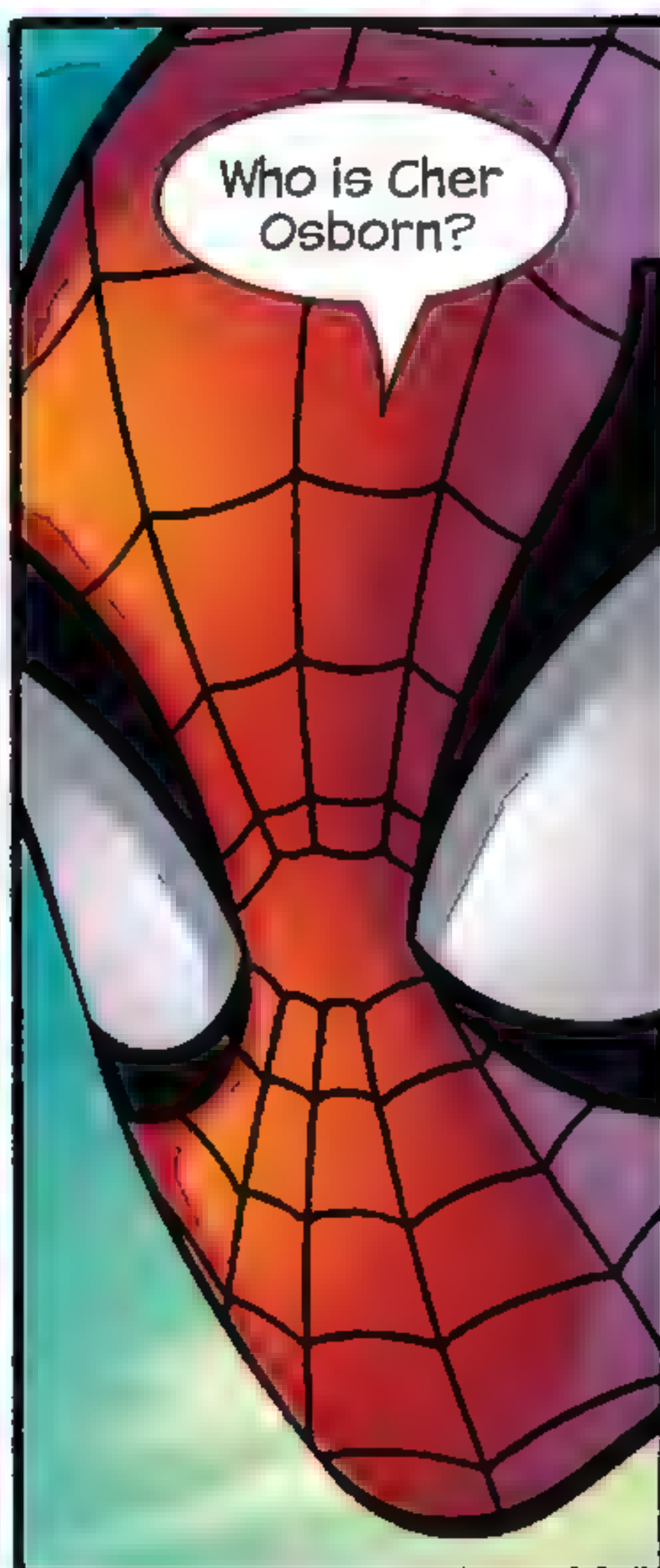
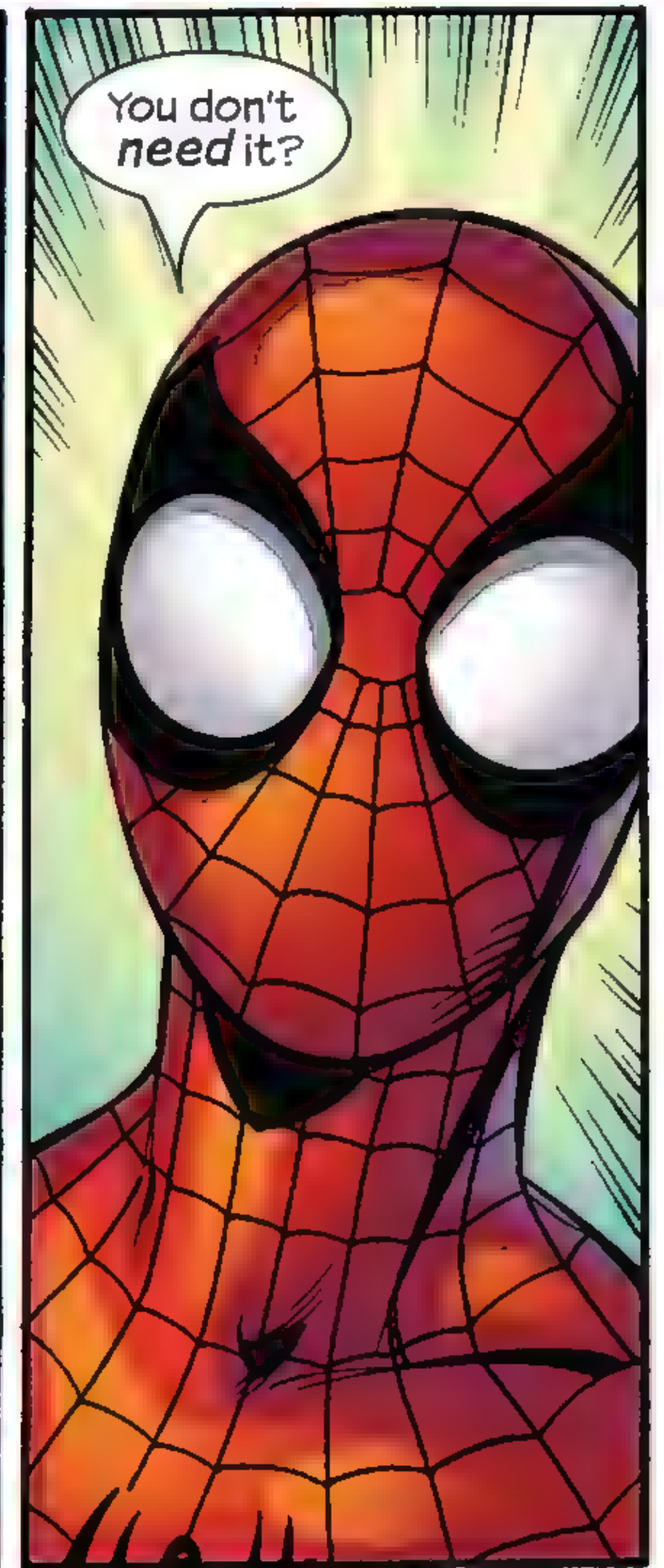
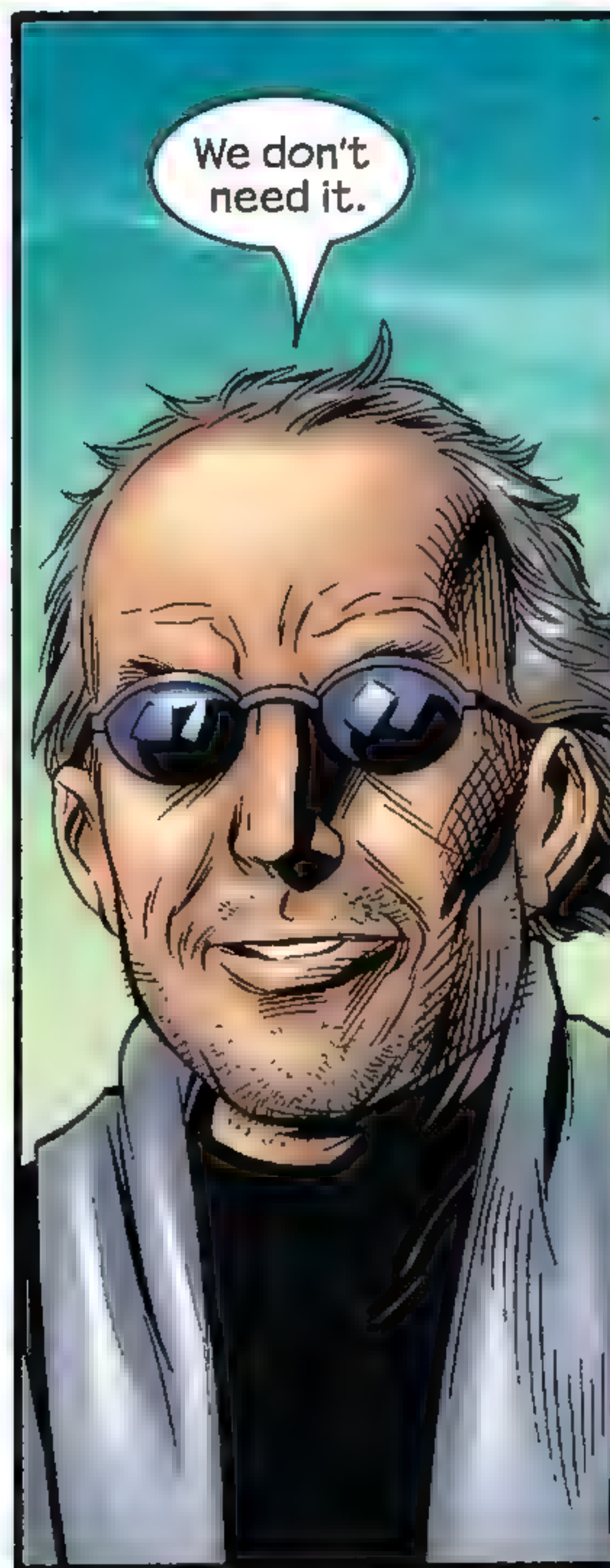
THUNK
I think it's coming from over here.
What's in there?
I don't know.
Do you have a key to this?
You're level seven. Just slide your access card.

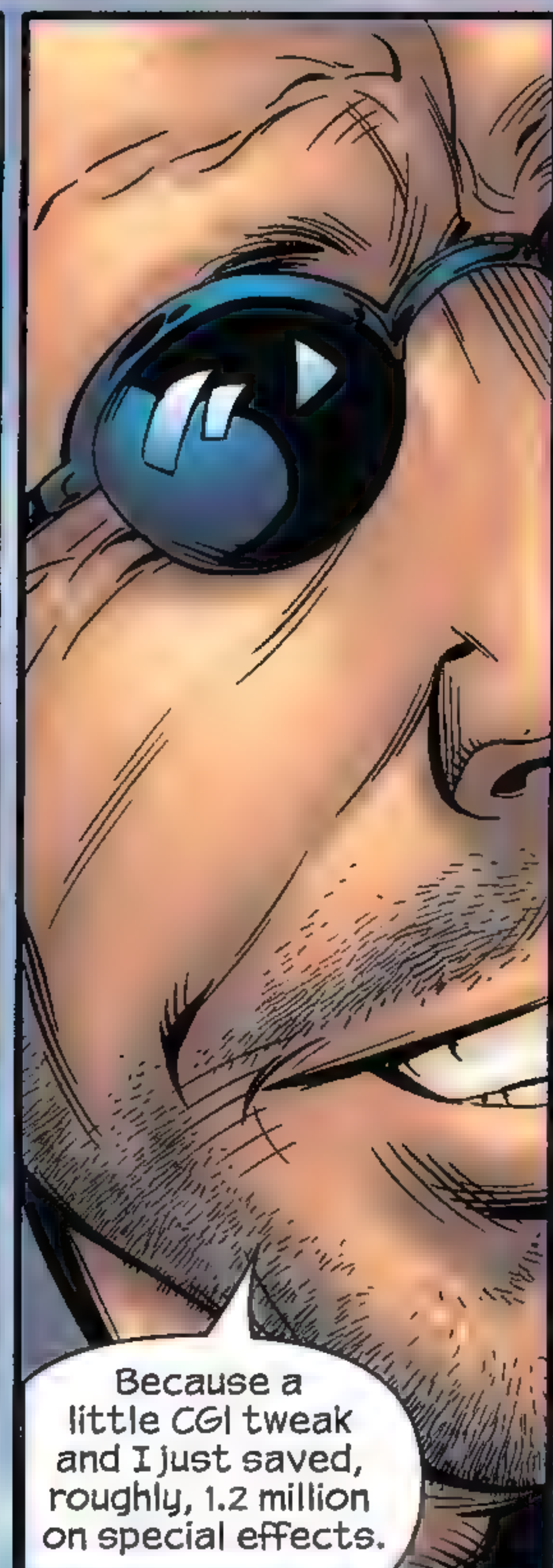
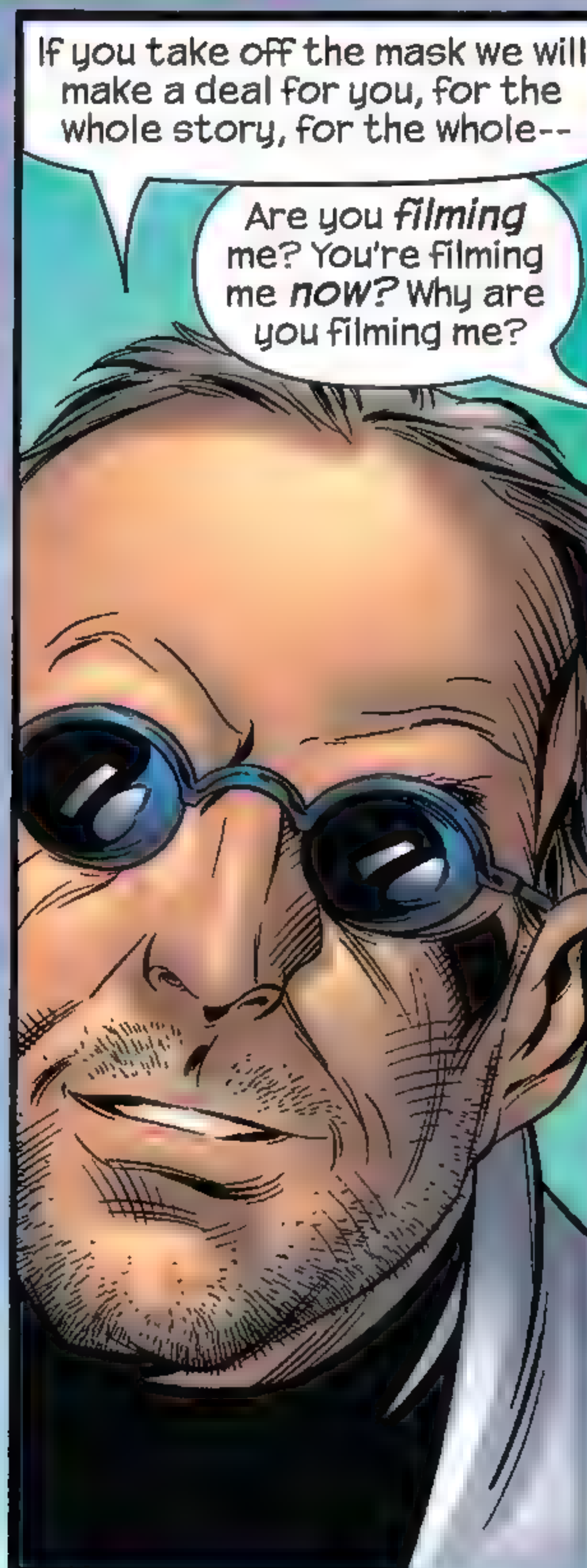
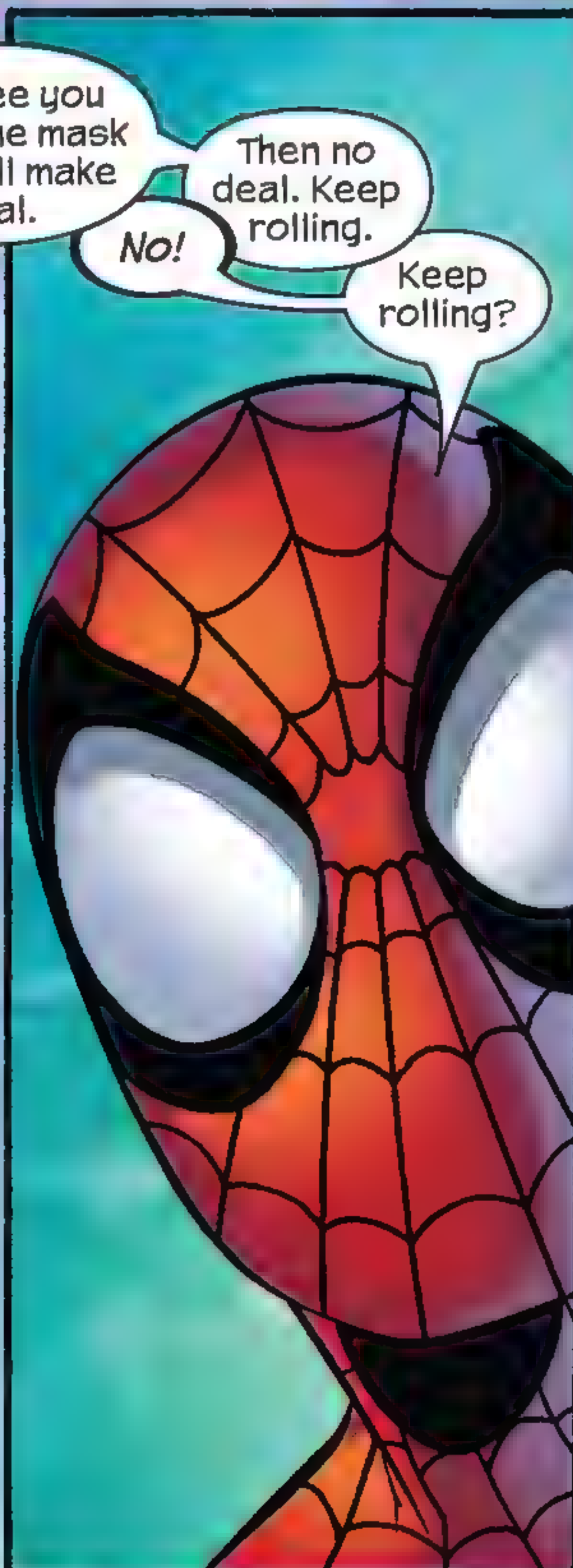
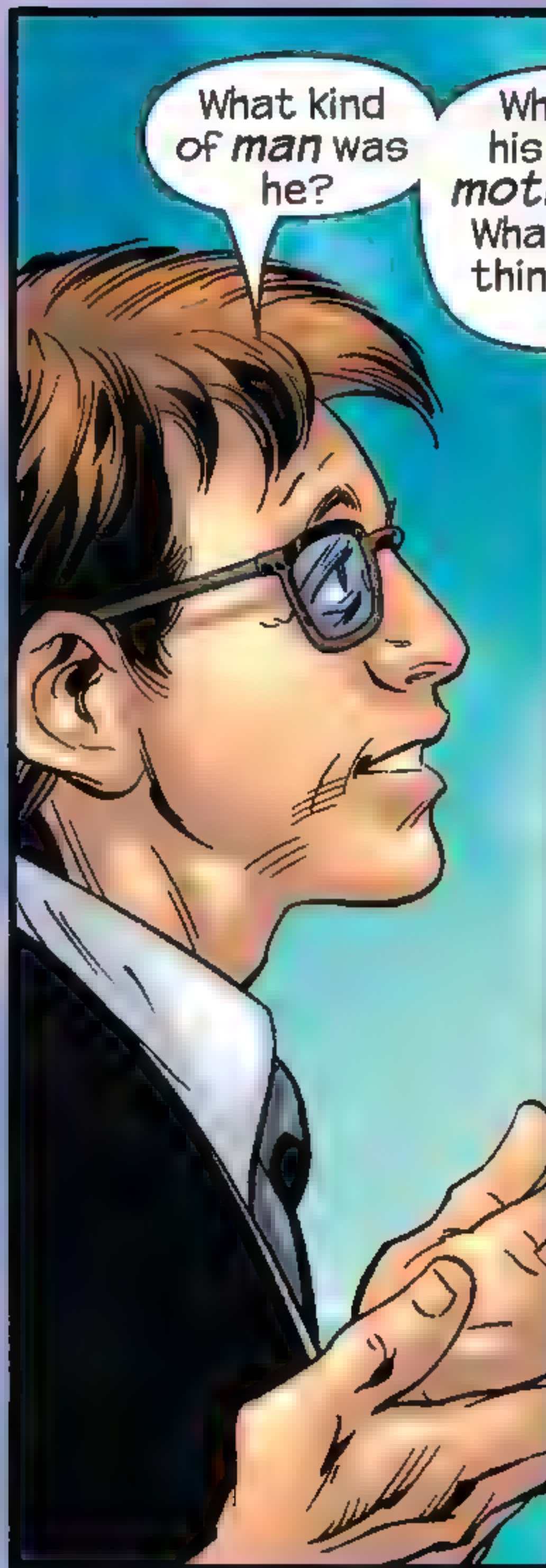
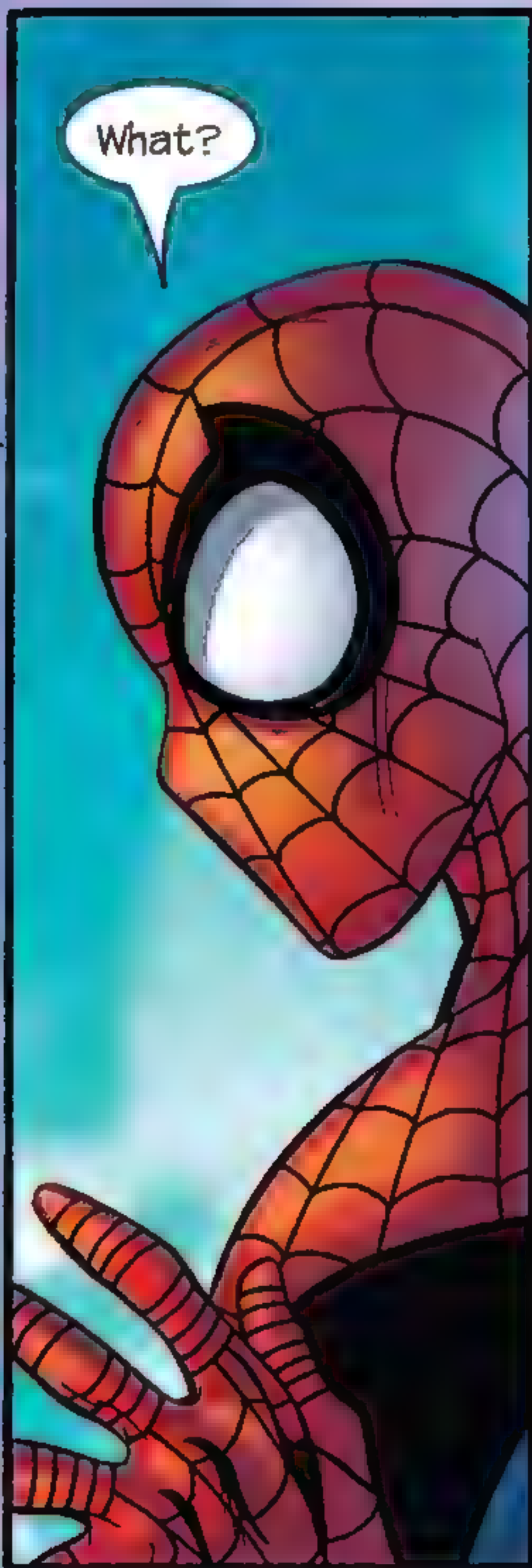
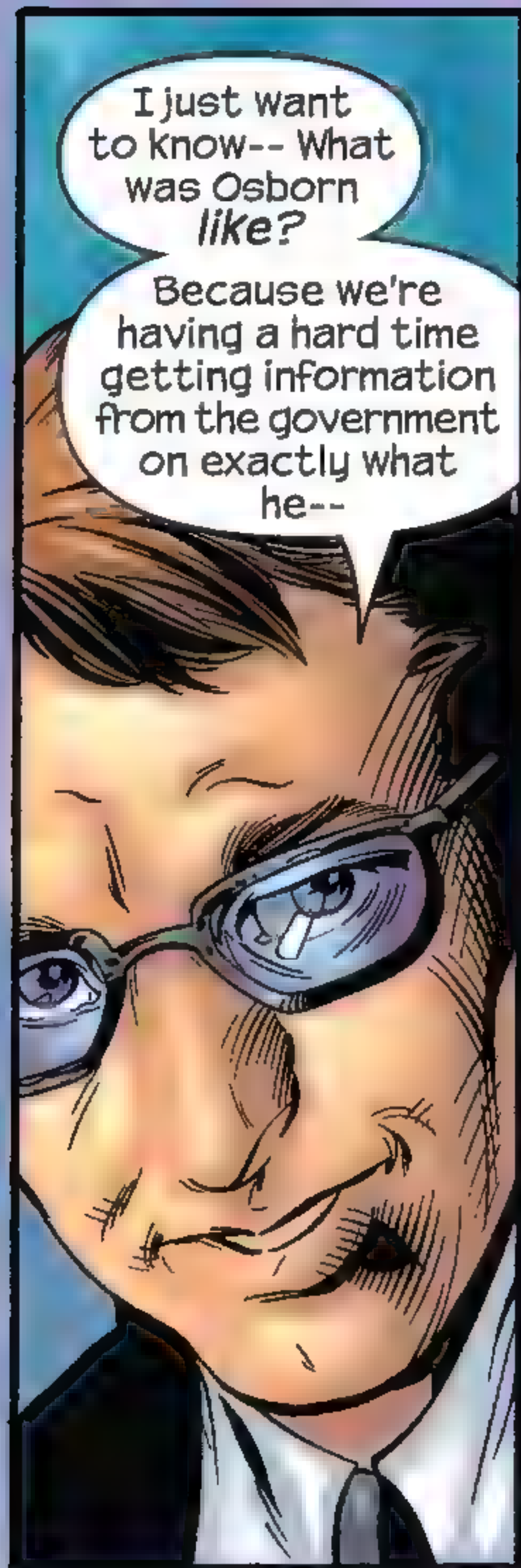


GLEEK

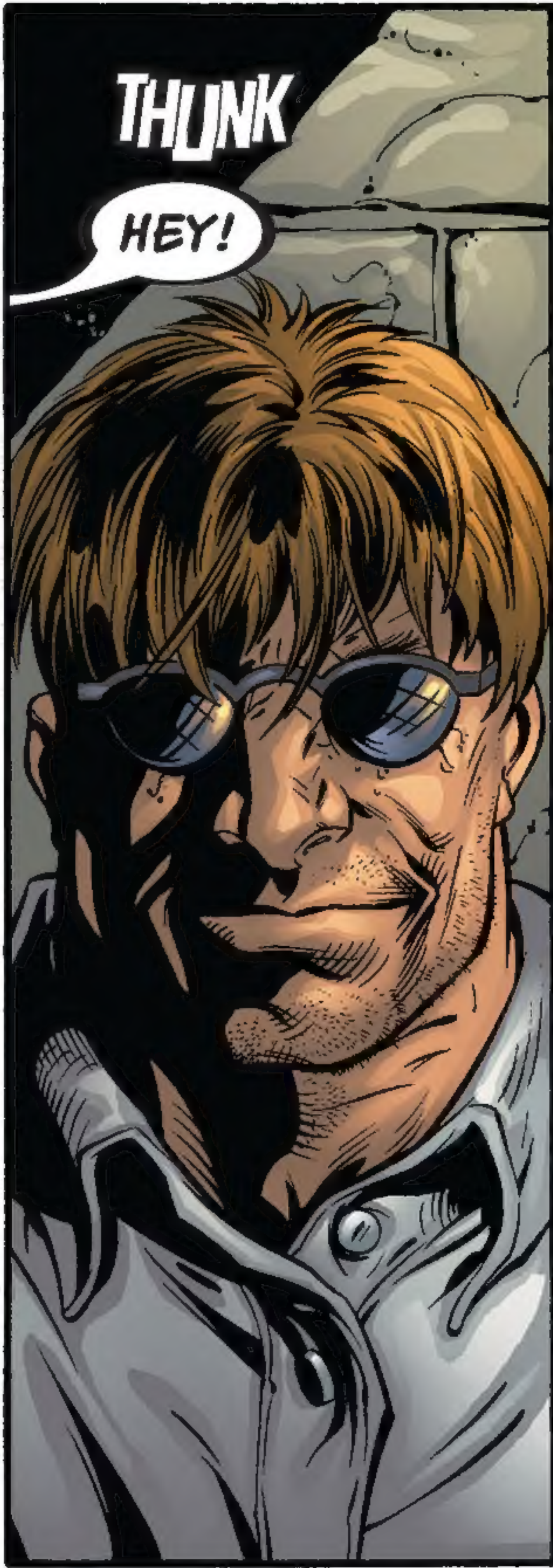














...for shaking me out of my funk.

To be continued...

ULTIMATE

SPIDER-MAN

Hi folks, it's actually me, the actual Bendis writing the new actual letter column. I am taking a break from the upcoming CARNAGE arc, which will blow your mind, I think, and can't wait to dig in here and pontificate on your feckless meandering. So Feckle away...

Dear Folks at Marvel,

I wanted you to know that I am a big fan of the New Ultimate Spider-Man. I like the story so far. The way you have brought him into the times we live in is amazing. I just got issues 50, 51, and 52...very good, but, (here it comes) can you please take the time to have Peter learn how to fight? I know his fighting style serves him well, but he is horrible! He has been getting his butt kicked for years in the other Spidey comics. An intelligent young man should understand his limitations, especially someone who is supposed to be the poster boy for "With Great Power Comes Great Responsibility"! I do not believe that Peter would let his ego get the better of him. He must realize that he needs to harness his true almost unlimited potential to put the smack down on his enemies. Please please have him take the time to learn the extent of his special abilities when it comes to fighting. He also happens to be in one of the places in America where almost all forms of martial arts (all inclusive Boxing, Arnis, Judo, Krav-Maga, Shaolin, etc...) is taught by teachers, that know how and when to fight. He would then be able to serve people better and hopefully less bruised. I was also wondering if his abilities as a young deductive detective were going to be explored? He seems to be finding himself in a number of mystifying mysteries.

Well, I'm pretty sure Spider-Man could kick YOUR butt. So could Nick Lowe and seriously, that is sad.

Hey Bendis,
Okay, we got the Spidey, X-Men, Ultimates, Fantastic 4, and some of the Ultimate people popping out— like Daredevil and the people from the Ultimate Marvel Team-up series. I'm telling you this series is really being well received here in Manila. ASTIG TALAGA!!! (that means cool or awesome in Manila). I'm just curious if there are any plans for the ULTIMATE INFINITY GAUNTLET or ULTIMATE ONSLAUGHT? Or some strange concept where all of these characters are going to solve such an earth-threatening crisis?

John Glen Arellano... Manila, Philippines

Ma nishtanah halayla hazeh- that is Yiddish for Millar has something huge coming in December.

Bendis,
I Abdulhalim would like to personally thank you, Bagley and Thibert for consecutively making such great comic books. Now that it's out of the way... Dude, are Black Cat and Spider-Man gonna get it on? If that's true, then the whole Gwen, M.J., and Peter "love triangle" will turn into a... "Love square???" "Inquiring minds wants to know."

Abdulhalim S. Mofleh
Sacramento, California

Well Abdulhalim, if that is indeed your real name, let us try to raise the level of conversation, shall we? Clearly the point of all these stories

isn't who is going to get with who, it's who has the better butt.

Dear Bendis,

You are awesome at Ultimatizing Marvel characters. Not that you need improving, but how would you Ultimatize yourself?

Nick Qualls

I would do that, but the way I pace a story I would still be in nursery school.

Bendis!!!,
Would just like to thank you for the great story-lines you've given us so far, but come on, no Ultimate Vulture? (You said no on the last letters page.) You are killing me! He was a top villain. Please, please, please don't disappoint me further by saying no to Ultimate Scorpion. He is the natural predator of the spider and a great bad guy. And are we going to see further development of Dr. Kurt Connors as the Lizard?

Scott Cranmer
All the way from Scotland over the pond.

No Vulture in USM, but you will see a smidge of Vulture in issue 2 of THE PULSE on sale now, which of course is the only reason I wrote this letter column myself, so I could plug the pulse, which I genuinely think will be a lot of fun for Spidey fans as it is all about Norman Osborn and Spider-Man.

Uh, what was the question?

Dear Gang,
I'm 99.9% sure what you will probably say about this Mr. Bendis, but I just gotta ask! Okay, so you have enabled the Ultimate Black Cat with bad luck powers. Well you know who was originally responsible for this don't you? It was one of the Kingpin's scientists— the great Dr. Johnathon Ohnn aka the coolest Spidey-Villain of all time...The Spot! So since you have already technically used his ideas you just have to introduce an Ultimate Spot. You have to give credit where credit is due.

Brendan Walsh
1501 W Hood Ave.
Chicago, IL - 60660
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"OKAY TO PRINT"

Yeah, that'll happen... right after Ultimate Darkhawk.

Bendis, Bagley, and Crew,

I'm so glad that you guys finally brought back the letter column, it has been gone too long. Will this extend to other Marvel titles?

I don't think that they want USM letters in the other Marvel titles. HA! Oh, I pulled something.

I have been reading Ultimate Spidey since the first issue, and I have loved every issue. I was so happy when it was announced that you guys were going to be continuing at least past issue 100. Keep up the great work. Issue 50 was really good, and I was happy that you decided to start a new story to bring new readers in with this anniversary issue instead of ending a story like so many writers do. I think it was a stroke of brilliance. I remember reading an interview with you where you said you would never do Ultimate Carnage, because you thought it was pointless to have him, since he was just like Venom. Then you made two comments about Carnage in the letters for 50, so were you just joking around? I'm looking forward to Ultimate recreations (like Mysterio and Chameleon mentioned in the letters for 50), but could you please do more original villains that aren't in the normal Marvel Universe?

Stephen Bowman

Yes, yes, no, maybe, yes, could be, and I don't know sometimes it itches, sometimes it doesn't.

What's the story, Bendis? Me and my bro are writing all the way from merry old Ireland, love the whole ultimate universe by the way. Totally class man. Anyway our question is, does Aunt May have any future love interests, namely Doc Ock?????

Cheers Bud,
Rob & Steve Giles
Ireland

I'm thinking of an Ultimate Spot hook up. It just came to me.

Hello there Mr. Bendis,

I was wondering if your mutant with the surfer attitude (Geldoff) was about to make an appearance again, after he was "taken in" by the X-Men on the Ultimate Spidey pages we haven't heard from him again. The boy seemed pretty cool, might need to get a haircut though since we might not want so many long haired blondies with Archangel in the picture now.

And now, before I sign off (and yes I realize you get thousands of emails about this) we do want Gambit, you seem to not like the character, but there's quite the challenge for you, take this character, bend him to your will, Mr. Bendis (no pun intended).

Later days.
Zen.

I get all of your Ultimate Gambit emails, and yes, there are hundreds, and after seriously considering all the passionate requests I have come to the conclusion that I want you to ... STOP E-MAILING ME ABOUT GAMBIT!! STOP IT STOP IT STOP IT. You're driving me crazy!
Ok, whoof, sorry... kinda lost it there.
No wonder John Byrne went insane.

NEXT ISSUE!

More movie madness in "Hollywood: Part 2"

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ASSISTANT EDITOR

RALPH MACCHIO
EDITOR

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CHIEF

ULTIMATE SPIDER-MAN
c/o MARVEL COMICS

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